GREYHAWK'S ISTIVIN: CITY OF SHADOWS

DUNGEON®

ISSUE 117 · DECEMBER 2004

100% OFFICIAL CONTENT

Dungeons & Dragons

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FALLEN ANGEL: AN EBERRON ADVENTURE FROM KEITH BAKER
UNDEAD MONKS MASTER THE HALL OF 10,000 BLADES
NEW COLUMNS BY WIL WHEATON AND MONTE COOK

ISSUE #117 DECEMBER 2004

VOLUME 18, NO 12

DUNGEON

www.paizo.com/dungeon

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Dungeon November 2004. Volume 18, Number 12 (ISSN# 0890-7102/USPS 0002-805) is published monthly by Paizo Publishing, LLC, 2700 Richards Road, Suite 201, Bellevue, WA 98005-4200, United States of America. Periodicals Postage Paid at Bellevue, WA 98009-9998 and at additional mailing offices. POSTMASTER: Please send address changes to Dungeon, Paizo Publishing LLC, 2700 Richards Road, Suite 201, Bellevue, WA 98005-4200.

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POSTMASTER: SEND ADDRESS CHANGES TO
Paizo Publishing, 2700 Richards Road, Suite 201, Bellevue, WA 98005-4200

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BACK ISSUES: www.paizo.com or call 425-289-1340

SUBSCRIPTIONS/CHANGE OF ADDRESS: Contact Paizo Publishing at **subscriptions@paizo.com** or call 425-289-0060.

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DISTRIBUTION: National and international distribution is provided by Curtis Circulation Company, 730 River Road, New Milford, NJ 07646. Tel: (201) 634-7400. Fax: (201) 634-7499.

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Printed in the U.S.A.

"I am a magician indeed, with knowledge of every spell yet devised, the sleight of runes, incantations, designs, exorcisms, talismans. I am Master Mathematician, the first since Phandaal, yet I can do nothing to your brain without destroying your intelligence, your personality, your soul—for I am no god."

—Pandelume,
"T'sais," by Jack Vance

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Greg A. Vaughan & Erik Mona
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DUNGEON ADVENTURE PLAYER REWARDS!

Take advantage of the RPGA's Player Rewards program by scoring points with the adventures from this issue of *Dungeon*! Each adventure is worth 2 D&D Player Rewards points, and remains active until 1/30/05. Drop by www.rpga.com for more details, and use the following adventure codes:

Fallen Angel (117FA1DN)
Touch of the Abyss (117TA1DN)
The Winding Way (116WW1DN)

THE CAMPAIGN COMPONENT

It's been a month since we sent the final Shackled City Adventure Path installment to press, and I miss it already. Don't get me wrong. I love stand-alone adventures like this issue's "Fallen Angel," and some of my most memorable roleplaying experiences came from the good old days, when TSR was cranking out classic modules like *Against the Cult of the Reptile God* and *Hidden Shrine of Tamoachan* on what seemed like a monthly basis. Stand-alone adventures are great. But campaigns are better.

Thanks to the Internet, conventions, *Knights of the Dinner Table*, and our personal interactions with other gamers, I think most of us can agree that there are certain types of players common to just about every gaming group. The rules lawyer. The power gamer. The guy who only plays dwarves. But what doesn't get discussed much is that there are different types of DMs, too.

I'm an unabashed campaign builder, and view almost everything through the lens of how I might fit it into my campaign. I tend to approach published adventures like I approach puzzles. Sometimes, the pieces fit. Other times, you've got to jam them in, bending a little cardboard in the process. And sometimes, you try and try, but it's ultimately just not worth the effort.

But to campaign builders like me, the effort is half the fun. You see, I don't think we're DMs because we like cleaning up empty pop cans and pizza boxes the morning after the players leave. I think we're DMs because after the players have gone home, we're really still playing the game.

Maybe it's something you see in a movie or on TV. Maybe it's something you read in a book. I hope it's something you've pulled from this magazine. Whatever the source, campaign builders are always on the lookout for new monsters, new challenges, and new locales to weave into the framework of their campaigns.

Get a couple of DMs alone in a room, and it doesn't take long before we start sharing secrets about our campaigns that would shock our players. And sometimes, even when we're alone, we'll snicker as some evil thought crosses our minds.

I should mention that whether or not we're actively running a game is incidental. I've got notebooks full of maps, ideas, and story hooks gathered during the last couple of years, when work and a tiny apartment stood in the way of me running an ongoing game. During that hiatus, I had dozens of conversations that began like this: "I came up with a cool idea for my campaign last night." Even when there was no campaign, and no hope of a campaign, in sight. In a way, I was still playing the game.

When we sat down to reimagine DUNGEON a few months ago, I made a conscious decision to expand the magazine's focus beyond adventures to include articles on other aspects of being a Dungeon Master. Dungeoncraft helps us hone our craft, while the Campaign Workbook provides us with idea starters and tools we can use immediately. Wil Save covers the gaming life, which is after all a big part of being a DM.

And, until recently, the Shackled City Adventure Path provided an example of how to construct a campaign. As I've mentioned before in this space, we're already well into pre-production on the next Adventure Path, which we're tentatively calling "Age of Worms." This time around we'll be publishing adventures written to a strict outline, and will know in general terms how the Adventure Path will end before the first adventure appears in these pages. If you're interested in some hints about what the Age of Worms will contain, drop by our new messageboards at paizo.com.

In the meantime, in this interregnum between the Shackled City and the Age of Worms, we present a three-part campaign arc entitled "Istivin: City of Shadows." It's got everything there is to love about D&D: drow, giants, demons, and dragons. I think you campaign builders are going to like it.

ERIK

Erik Mona
erik.mona@paizo.com

Tell us what you think of this issue. Write to: Prison Mail, Paizo Publishing, 2700 Richards Road, Suite 201, Bellevue, WA 98005-4200 or send an email to dungeon@paizo.com.

Check out the *Dungeon* messageboards at paizo.com/dungeon

Dungeon #114

ISLE OF DREAD POSTER MAP INSIDE!
DUNGEON
ISLAND ZOMBIES · MAD GODS · LAVA-BREATHING DRAGONS
NEW COLUMNS BY WIL WHEATON AND MONTE COOK

September saw the long-anticipated debut of our new format. *DUNGEON*'s new look boasted three DUNGEONS & DRAGONS adventures, one for each of three level bands (low, mid, and high). Gary Holian dropped by to present "Exploring the Isle of Dread," our first plug-and-play Backdrop, which tied into Greg A. Vaughan's "Torrents of Dread." Just-hired *DRAGON* Associate Editor Jason Bulmahn contributed "Mad God's Key," a tie-in to the RPGA's popular LIVING GREYHAWK campaign, and former *DUNGEON* Editor-in-Chief Chris Thomasson brought us "Thirteen Cages," the penultimate installment of the Shackled City Adventure Path. With a renewed focus on D&D and a passel of new features, we were eager to hear your feedback. As usual, you told us what was on your mind.

Prison Mail

Wow! It Didn't Suck!

What a tour de force. I opened the new *DUNGEON* magazine today expecting to find another disaster. I was not a fan of the bundled *DUNGEON/POLY* magazine. In fact I was just waiting on my subscription to run out. What did I find today? A magazine that so reminded me of the one I used when I first started I was stunned. For the first time in many years I sat down and read that magazine from cover to cover.

I loved the old features like the editorial and letters. I am absolutely thrilled to see adventures covering the three level groups like in the old days. The adventures were well written and very useful. I don't like the adventures when they are pigeon holed and only useful in a very defined manner. The Dungeoncraft and Campaign Workbook articles were excellent and very useful, very appropriate for a new beginning. I liked Wil Wheaton's article. As a middle-aged gamer with gaming history back to middle school I could really appreciate his perspective.

All in all, I am thrilled and look forward to reading the new magazine for a long time. Well done, well done, and well done again.

Patrick Hayes
Springfield, Ohio

Get on That Coffee Order, Mona!

I just finished browsing through the new issue (#114) of *DUNGEON*. When I heard you were planning a new format, I was very skeptical about how you could improve an already great magazine. I was pretty sure I wouldn't like the changes. But now with the new *DUNGEON* in my hands I just want to congratulate you on a job perfectly done!

I am happy that you replaced the brown-colored page backgrounds with white, which makes it easier to make notes exactly where you need them, on the pages of the adventure (well, at least that's what I do...). Yeah—after playing, my copies of your magazine look terrible (I sometimes feel very bad about this).

By the way, thanks for this incredible Adventure Path series! You can't imagine how happy I am to read that you're planning another one! Vhalantru almost executed Jenya in front of the town hall in my game (long story). I wonder (and would like to read, maybe in an article) how the Adventure Path went for the other DMs who are presently playing it.

A pdf file with all the adventures in one would be great as well!

The only thing I don't like so much is that there is no full-page art at the beginning of the adventure! I loved to use them as handouts for my players. Instead of printing a picture on top over both sides, please go back to printing them on the first page only!

So, for now that's all. Please keep going the way you're presently going, and Erik, never stop bringing your hard-working

This Month in Dragon

December #326

Dragon gives you the best in gaming, presenting new official rules, original game content, great advice, and the perfect inspiration for your D&D game. In each issue, you'll also see cool products on the horizon, find out what other players are up to, and get an insider's look at the industry. Get more from your game: Get *Dragon!*

The Dungeon Delver's Guide
by Mark A. Hart and Jayce K. Purvis
What you don't know can kill your character. Think you know everything about dungeon delving? The tips in this article could save your life.

Down the Drain
by Chris DeKalb by Jacob Steinmann
It's a crappy place to be unprepared. Discover the history, designs, and dangers of sewers—both real and fantastic.

Born of Fire
by Jonathan Drain
Release your character's inner fire. Play a half-elemental character (air, earth, fire, or water) from 1st level with these monster classes.

Get Lost
by Kyla Ward
Whether as legendary traps for mythical monsters, passive protections against thieves and trespassers, or as playgrounds for royalty, labyrinths have long existed in the world. Find out more about historical labyrinths, learn how to use them in D&D, and discover what it takes to get your PC out of a mad wizard's maze alive.

Huge Poster Map Coming Next Month! (Really!)

Next issue will debut the first of four eight-panel poster maps of the World of Greyhawk, one of D&D's most beloved campaign settings and the background of many of the adventures right here in *Dungeon* magazine. We'd intended to include the first segment in this issue (as announced last month), but it's not quite ready yet, and we wanted to make sure it got the time and attention it deserved. We apologize for the delay. We think you'll agree that the wait was worth it once you've had a look at the final product. Cartography by Robert Lazzaretti. Painstaking research by Erik Mona.

colleagues coffee after coffee so they don't have to interrupt their work on the magazine and the Adventure Path series. It's very appreciated!!!

Tom Ganz
Biblis, Germany

Thanks for the kind words, Tom. We don't actually drink a lot of coffee around here, but the editorial staff does churn through a staggering amount of Diet Dr. Pepper (the official soft drink of the Dungeon *staff). I'll make sure to renew the caffeine drip every morning and twice in the afternoons.*

If you're interested in hearing war stories from other Shackled City campaigns, you should check out the new messageboards at paizo.com, where we have an entire discussion folder filled with reader tips and tales from the Adventure Path.

Tricksy Sidebars

I just got my copy of *Dungeon* #114 in the mail, and have just barely begun flipping through it. Congrats on successfully reinventing yourselves. Looks like you've got some great stuff this month, and some great plans ahead. Now that I've dispensed with the flattery, it's time for a minor complaint. I couldn't help noticing in my initial perusal of "Thirteen Cages" that, at the end of the adventure, you accidentally reproduced the Scaling the Adventure block from "Mad God's Key" instead of the "Thirteen Cages" scaling tips. Any chance we'll see a correction in a future issue?

Saul Flanner
Kent, OH

Drop by our website (paizo.com/dungeon) and download the Dungeon *#114 Online Supplement for printable versions of maps, handouts, and NPC images, as well as the latest errata (including that mixed-up Scaling the Adventure sidebar). We'll be doing these web extras for every issue from the relaunch forward, so a trip to the site every month or so is definitely worth your while. Plus, our new messageboards are a great way to communicate with other* Dungeon *readers and our intrepid staff.*

Way to Go, Wil!

I am writing to thank you for running the excellent essay "Breath of Life" by Wil Wheaton in *Dungeon* #114.

I have been gaming for about 28 years, and my wife and I have been gaming together for about 10. While we do not have children ourselves, we play in a group that includes a mom, her three kids, and one of her kids' friends. The group also includes friends who are closer

Next Month in Dungeon

January #118

The World of D&D Poster Map (1 of 4)

This time we mean it. Track your characters' exploits from the Lost Caverns of Tsojcanth to the shores of the Lake of Unknown Depths on this massive eight-panel map by Robert Lazzaretti.

Box of Flumph

by Tim Hitchcock

It had to happen. Of all the creatures in the history of DUNGEONS & DRAGONS, the lowly flumph has perhaps the worst reputation. Can Tim Hitchcock and the *DUNGEON* staff revive this loveable loser in a way that won't fill Prison Mail with hate mail? Drop by in a month and see! A D&D adventure for 1st-level characters.

Shadow of the Abyss

by Greg A. Vaughan

On the trail of Ilkharis, frost giant cleric of Kostchtchie and pawn of the Malgoth, the PCs venture out of Istivin to a mountain border fort inhabited by giants and a nasty blue dragon. Part Two of the *Istivin: City of Shadows* campaign arc. A D&D adventure for 11th-level characters.

Tyrant of the Trail

by John Simcoe

At the heart of the Vesve Forest lies the warped, twisted region of deadly bogs, acidic gases, and treacherous terrain known as the Defiled Glades. And from the Defiled Glades hops King Bog, a titanic awakened toad with a taste for player characters. A D&D adventure for 14th-level characters.

to my wife's and my ages. As a result the ages of our group's members range from about 13 to 50. I think it's fair to say that the learning curve is pretty high all the way around when we play together. It was a pleasure to read a piece that shows how this hobby can provide a window for others to see what we have inside ourselves. In Mr. Wheaton's case, it was a window to the very best in himself. Thank you Wil, and thanks to the editors for printing the essay.

Joel David Wegner
Via Email

Glory Days Are Here Again

Kudos on crafting a great magazine! I'm quite amazed at the editors' ability to actually solicit, listen to, and act on feedback from *DUNGEON'S* fans.

DUNGEON'S usefulness to me as a DM has increased exponentially. I very much appreciate the solid offering of three complete adventures, each of different levels.

I can definitely use the mid- and high-level adventures for my ongoing campaign. The low-level adventures provide a great resource for one-offs or introductory games. Also, for pure reading entertainment, I'm more likely to read the low- or mid-level adventures since there's a chance I'd actually use them sooner than later.

Dungeoncraft and the Campaign Workbook are perfect DM supplements to the monthly adventures. And though it may seem a small thing to many readers, the color-coded headers and footers demonstrate the attention to detail the Paizo team has put into the redesign.

Cutting where needed and adding as appropriate gives me the magazine I want and will use, i.e., DUNGEONS & DRAGONS adventures and awesome support materials!

You've really done it! The glory days are back! Thanks!

Japji Khalsa
Via Email

Ou Est Les Phanatons?

I return from my vacation to find the latest issue of *DUNGEON* in my pile of mail. I've been anticipating this issue for a long time, because the original X1: *The Isle of Dread* was one of my favorite adventures of all time. To return to its roots with d20 stats was much anticipated by me and my players. Last night, I went through it... It was great. I'd love to have another copy of the map because I'm afraid this one will get worn out after a while. I want to see more. More! The only disappointment was that the rakasta and phanatons didn't return... I was fully expecting them to be in it, but their absence gives room for future support.

Backdrops are a great way to give DMs a nice setting to work with without having to start from scratch. On top of it, you supported it with an adventure. How much better can you get? Oh, right. Rakasta.

Can't wait for the next issue.

Chris Dickinson
Via Email

We've asked "Exploring the Isle of Dread" author Gary Holian to send along a "Denizens of the Isle of Dread" article that details a few of the Isle's inhabitants, including the phanaton (but alas, no rakasta). I sense a consensus building among certain readers that a "Monsters of Mystara" article would go over well, and I'll see what I can do to make it happen.

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Fallen Angel

BY KEITH BAKER

Illustrations by Dave Allsop
Cartography by Christopher West

Eberron
Low-Level (1–5)
Urban & Dungeon Crawl

The city of Sharn is one of the wonders of Khorvaire. Its towers seem to touch the sky, rising up more than a mile from the shores of the Dagger River. But it takes more than stone and steel to support the spires of Sharn: the area is suffused with mystical energy drawn from the plane of Syrania, which empowers all forms of flight. Yet with such wondrous inventions come wondrous tragedies, for when the magic of a flying tower fails, it has to land somewhere...

"Fallen Angel" is a D&D adventure suitable for four characters of 3rd-level. This adventure is set in the city of Sharn in the *EBERRON* campaign setting, but the sidebars on page 28 provide suggestions for running the adventure in a different setting or at higher and lower levels of play.

Adventure Background

On Olarune 9th in the 918th year since the founding of the Kingdom, one of Sharn's floating towers fell from the sky. Much of the wreckage landed in the Dagger River, but a significant portion of the citadel struck the district of

Godsgate in Lower Dura, causing horrendous devastation. Buildings shattered and hundreds died, and the district was left in ruins. A poor area to begin with, Godsgate never recovered from the disaster. The city council had no intention of wasting gold on the slum. Some of Godsgate's citizens fled, but many were determined to remain in their ancestral homes or maintain their family businesses. Some couldn't afford to leave, and more than a few were driven to madness. The folk of Lower Dura say that these unfortunates were possessed by the spirits of the restless dead. Known as the ravers, these urban barbarians live in the depths of the ruined district, preying on anyone who trespasses into their territory. Within a year, Godsgate was no more. The district became known as Fallen, and ever since it has been shunned by the citizens of Sharn.

Even now, eighty years after the fall of the Glass Tower and the foundation of Fallen, the disaster remains one of the unsolved mysteries of Sharn. While it occurred in the early years of the Last War, no foreign power ever claimed responsibility for the destruction. There are many other floating spires, including the entire district of Skyway, but the weapon or spell used to destroy the tower was never employed again. Most of the common folk blame the wizards of Aundair, but dedicated scholars and sages remain unconvinced, and for years they have continued to study the tower's fall.

The true answer to the fall of the Glass Tower has no bearing on mortal wars: it comes from Syrania itself, the plane whose energy empowers the city of Sharn. Syrania is the home of the angels, noble spirits of pure light. But even the purest spirit can be corrupted. A few angels turn away from the contemplation of the greater light and instead seek the worship of mortal beings. These spirits are banished from Syrania and forever stripped of the power of flight, bound to walk the earth they once soared above. Known as radiant idols, these fallen angels lead cults of deluded followers and seek to gain the power on Eberron that they were denied in the heavens.

Yet there are places on Eberron where even angels should fear to tread. In the early days of the Last War, the radiant idol Sythrael was caught in a feud with the sinister Lords of Dust, and the fallen angel was turned to stone. His followers carried his petrified body to the Glass Tower, there to meet with a wizard who could break the enchantment. But they underestimated the power of Sythrael's curse—the force that prevented the angel from

flying again. When the petrified idol was brought to the Glass Tower, the curse unraveled the enchantments holding the structure in the air. Before the wizard completed his work, the tower fell, segments splitting to impact on both Godsgate and the shores of the Dagger. The statue itself shattered, and the fragments were scattered across the radius of the destruction.

That should have been the end of it. But over the last century, the spirits of the fallen cultists have found a vessel in a tribe of urban barbarians. Following these subtle spiritual influences, the ravers are reassembling the broken statue, unknowingly preparing the petrified angel's release.

Adventure Synopsis

In "Fallen Angel," a mysterious aristocrat hires the PCs to recover Sythrael's broken statue from the desolate district of Fallen. After discovering the location of the statue, they must venture into the ruins of the Glass Tower and battle raver barbarians and the other creatures that make their homes in the wreckage.

Chapter One: Theft in the City of Towers

Over the past eighty years, a tribe of ravers known as the Stone Keepers have been slowly collecting the fragments of Sythrael's statue. Despite their efforts, a few pieces were taken away as curios and souvenirs—and the Stone Keepers have started venturing out of Fallen in search of these final fragments.

One of these segments is owned by a woman named Kaelys Tela. A party of Stone Keepers recently broke into her manor. Guided by spiritual visions given to them by their leader, the ravers had little trouble finding and stealing the fragment. Tela realizes that someone may be reassembling Sythrael—and if so, she wants the statue herself.

Exact details on who Kaelys is and what her exact statistics are have been left intentionally vague. Use her as a blank slate; adapt and personalize her to your campaign and mesh her seamlessly with whatever organizations and contacts the PCs have worked for or with in previous adventures. Two possibilities are outlined below:

- Kaelys (N female elf aristocrat 3/sorcerer 1) is a wealthy woman and member of the Gold Concord of the Aurum. She has connections to the families of Sharn, Morgrave University, and the elf or half-elf dragonmark houses, not to mention the Aurum (a shadowy alliance of the wealthiest citizens on the continent) itself. A member of any one of these organizations could ask the party to see Kaelys as a favor, or she could approach the party independently based on their reputation.
- Kaelys (LN female young adult silver dragon) is an observer from the Chamber (a secret order of dragons who want to take a more active role in the world). From her studies of the prophecy, she believes that Sythrael must be reassembled—and that the party must be the agents of his restoration. In this case, she will seek them out, alluding to their favorable reputation. An alert character may notice that she seems to know a great deal about the party.

Kaelys Tela

1. Meeting Kaelys Tela

The building you seek is a tower of polished black densewood. Patterns of ivy have been carved into the wood and inlaid with silver. A massive bugbear guards the gate; his deep red fur is oiled and brushed, and he wears a beautiful breastplate covered with black enamel. His armor is marked with the same coat of arms that hangs above the door—a stylized silver dragon surrounded by an ivy wreath. "Welcome to Silvervine," he growls, his voice deep and resonant. "You are expected."

The bugbear's name is Kurthan (N male bugbear fighter 3). He wears a masterwork breastplate and carries a masterwork heavy flail. As long as the party doesn't give him any trouble, he leads them through the posh mansion. Eventually the PCs arrive at a large sitting room where a regal elf waits for them. Her glamerweave gown seems to be woven from dark silver smoke, and her long platinum blonde hair is bound with ornaments of silver and jet. She stands in the center of the room next to a large object hidden under black cloth on the floor. This is Kaelys, and the object under the sheet is a vital clue.

Kaelys explains that she is a scholar of antiquity and a collector of curiosities from past ages. Last night, a group of people broke into her home and stole an object from her collection. The item in question was a curiosity of trivial value: a piece of a white marble statue—specifically, a delicate hand recovered from the district of Fallen after the collapse of the Glass Tower. The thieves ignored dozens of items of considerable value, moved directly to the hand, and left as soon as they had acquired it. But they did leave something behind.

At this point, Kaelys pulls the cloth from the object on the floor, revealing the corpse of a young human man. The man is dressed in rags, and his skin is covered with dirt, scabs, and abstract tattoos. One of the thieves, he was killed by one of the magic traps Kaelys recently installed in her house. She's already brought in a cleric to question the corpse, during which she learned the following:

- The thieves are reassembling a statue.

- They came from the district of Fallen.
- They are guided by the "wisdom of the past."

Kaelys addresses the PCs at this point.

"I am confident that the thieves came from Fallen. I don't know if you know Sharn, but there are few places more wretched and dangerous. I don't dare go there myself—and that's where you come in. If you go to Fallen and recover the hand, I'll pay you 600 pieces of gold. If you can recover the entire statue, that gold becomes platinum. Are you interested?"

If the PCs are more altruistic, Kaelys may instead offer to make a donation in this amount to any organization they wish. Alternately, she promises to introduce them to someone important in the city the PCs have been trying to contact.

If the party agrees to take the case, she suggests they seek out a priestess named Faela. A missionary of the Silver Flame, Faela lives in Blackstone Church in Fallen and may be able to help the party track down the thieves.

2. Examining the Evidence

Kaelys explains that the guard on duty at the time of the robbery was killed (by slashing damage, if anyone asks), and that the thieves somehow managed to enter and leave without unlocking any doors. Kaelys doesn't let the party search her mansion for clues, even though they are working for her, as she wishes to keep the exact nature of her collection a secret.

There are a number of clues that a party can obtain by examining the thief's body. This is most effective if a member of the group possesses the Investigate feat, but anyone has a chance to notice the information. When a PC examines the body, make a separate check for each of the following clues.

Dress (Search DC 15): While the corpse is dressed in rags, a closer examination reveals that these were once a silk courtier's outfit. They are stained and faded beyond repair. A character with Investigate or Knowledge (nobility) notes that the style dates back to the turn of the century.

Body (Search DC 10): From calluses, muscle, and scars, it is clear that the man lived an active life and had engaged in many fights in the past. He had horrible hygiene and rotting teeth. His tattoos are largely abstract, but one clearly defined symbol is on the palm of his right hand—a rough, round object (A stone? A boulder?) held between two stylized hands.

Chapter Two: Entering Fallen

Fallen is in Lower Dura, at the very bottom of Sharn. Bounded to the south by the cliffs leading down to the Dagger River, the district looks like a ruin at first glance, devastated and abandoned. Huge chunks of stone are scattered around the outer streets. Statues of the gods look down upon passersby, but they have shattered features or missing limbs. Many buildings and bridges have collapsed, and the surviving buildings are marred and damaged in various ways. Feral children chase rats in the alleys while filthy men huddle around open fires in the middle of the streets.

The people of Fallen have no love of strangers, and they greet the party with an unfriendly attitude. However, it is simple enough to find Faela's temple. While the locals hate and fear outsiders, they adore Faela and are glad to show the party the way to the temple for a few coppers.

3. Blackstone Church

Most of the temples of the Silver Flame are built to serve as fortresses, and Blackstone Church is no exception. There are a few nicks in the thick walls of the church, but overall it is still in excellent condition... at least, from the outside. Within, it is dark and empty. Once it was doubtless filled with hundreds of parishioners, with offerings and faith. But these things were stripped away long ago, and today the church is filled with dust and shadows.

A half-elf wearing the plain gray robe of a friar of the Flame steps out of the shadows. A silver arrowhead glitters on a chain around her throat. Though young and alone, she radiates an aura of peace and comfort. This is Faela, a kind and compassionate woman who can tell the party about the history of Fallen, as described at the start of this adventure. She cannot provide any sort of useful information about the broken statue; Fallen is filled with shattered icons. However, if the party describes the dead thief, she can point them in the right direction.

"He sounds like a raver," Faela says, then sighs. "The ravers are the saddest and most dangerous creatures in this area. They're more like animals than people. They say the ravers are possessed by angry spirits, but I haven't seen any proof of it so far. I think that their ancestors were simply driven mad by the disaster." She considers the matter for a moment. "It's hard to imagine one of them leaving the district. They hardly ever come out of their territory, and when they do, they usually fight the first thing they see. Did you notice any details? There's at least half a dozen tribes out there, and

I'll need to narrow it down to point you in the right direction."

This is where the clues from encounter 2 come in. If the party didn't bother to study the corpse, the DM can either allow them to make a few of the checks against their memories of the body, or force them to return to Silvervine. Faela can interpret the following clues:

Body: The tattoo on the hand identifies the thief as a member of the Stone Keeper tribe.

Appearance: The ravers get their equipment from scavenging. If the PCs can describe to Faela how the victim was dressed, she narrows it down to either the Stone Keepers or Night Stalkers and points the PCs toward Colrac Hall.

Once she thinks of the Stone Keepers, things click for Faela.

"I've only seen one, maybe two Stone Keepers before," Faela says thoughtfully. "I believe they live in old Colrac Hall. They're unusually sophisticated for ravers—some of them may actually be able to speak. I have heard about them gathering chunks of stone—it's where they get their name. I suppose it could have something to do with a statue."

She knows little more about the Stone Keepers, but she can tell the party how to find Colrac Hall. Of course, that means going into raver territory, and she warns them again how dangerous that can be.

Should the party return to Faela later in the adventure, she can perform nonmagical healing for free, using her Heal modifier of +9. She can cast *cure light wounds* twice per day, and does so for free to help the party if she is asked by a true follower of the Silver Flame. If there are no followers of the Flame in the party, it takes a successful Diplomacy or Intimidate check (DC 25) to convince her to use her magic; she generally saves her miracles of faith for the people of Fallen. Of course, if the PCs use Intimidate, she won't be around to help them on their next visit, and they might have to deal with some rough locals who don't take kindly to outsiders who badmouth their beloved Faela.

Ad-Hoc Experience Award: If the party successfully uncovered clues in encounter 2 and shares this information with Faela without prompting, they should receive experience for a CR 2 creature.

4. Blood Drinkers! (EL 3)

Following Faela's directions to the manor, the PCs move deeper into Fallen, heading toward the Dagger cliffs. Soon there are no people on the streets. Instead, the PCs should notice the occasional bloodstain or sliver of bleached bone scattered amidst the rubble and refuse.

The Blood Drinkers are among the most feral and aggressive ravers, and a hunting party is about to cross paths with the PCs. Make a Move Silently check for each raver; use the lowest result as the Listen check DC for the PCs. If the party hears the barbarians, make initiative checks normally. If the ravers approach unheard, they receive a round of surprise.

Creatures: These four ravers wear the crudest possible armor, made from layers of torn, stained cloth, and carry makeshift clubs and cudgels. Their eyes are wild, their lips flecked with froth, and their faces and hair are crusted with dried blood; as Faela said, they seem more like animals than humans. While intelligent, they do not understand any language and communicate amongst themselves with howls, grunts, and gesticulations.

Blood Drinker, human barbarian 1 (4): CR 1; Medium humanoid; HD 1d12 plus 3; hp 15 each; Init +1; Spd 40 ft.; AC 12, touch 11, flat-footed 11; Base Atk +1; Grp +2; Atk or Full Atk +2 melee (1d10+1, club); SA rage 1/day (6 rounds); SQ fast movement; AL CE; SV Fort +2, Ref +1, Will +0; Str 13, Dex 12, Con 11, Int 9, Wis 10, Cha 8.

Skills: Climb +4, Intimidate +3, Jump +8, Listen +3, Move Silently +1, Survival +3.

Feats: Power Attack, Toughness.

Languages: None.

Rage (Ex): hp 17; AC 10, touch 9, flat-footed 9; Grp +4; Atk or Full Atk +4 melee (1d10+4, greatclub); SV Fort +4, Will +2; Str 17, Con 15; Climb +6, Jump +10.

Possessions: Padded armor, greatclub.

Tactics: The Blood Drinkers approach as silently as possible, but once they spot prey they forego subtlety in favor of force. They concentrate their attacks on characters with the least armor, seeking to whittle down the competition as quickly as possible. If a Blood Drinker is injured, he rages on the following round. If a blood drinker is killed, all of the survivors rage on the next round. A fatigued raver attempts to flee.

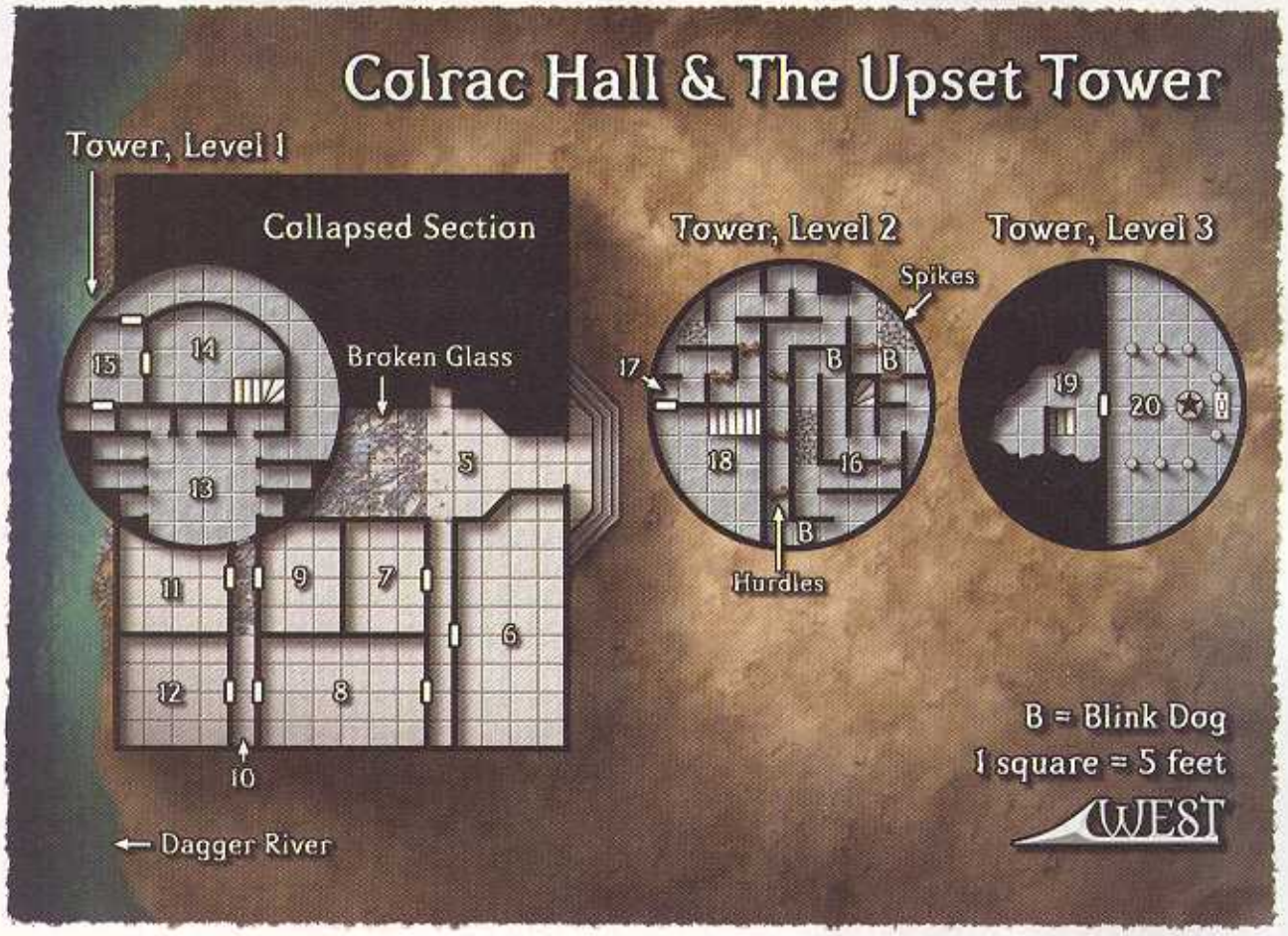
Chapter Three: Colrac Hall

Colrac Hall is fairly unremarkable from the outside. Built by dwarven architects at the dawn of Galifar, it was designed to withstand a siege. The manor is a solid square of red granite, distinguished by the Colrac crest above the door. What is remarkable is the three floors of the circular glass spire that protrude from the center of the manor. This is one of the spires of the Glass Tower; when it fell, it pierced the building like a massive arrow, ruining most of the northern half of the manor but remaining fairly intact itself.

5. The Entry Hall

The vast front doors of Colrac Hall fell from their hinges decades ago. Beyond them is a long entry hall. The walls are bare, the carpeting is stained and rotting, and the only source of light is what ambient light that trickles through the open front doors. The only sound is the scuttling of vermin in the shadows. Three statues of men and women stand on either side of the hall, mostly marred beyond recognition.

When the Glass Tower fell, one of its many spires fell directly on Colrac Hall. The corridors leading north have collapsed. Straight ahead, a piece of the tower itself is visible: A curved wall of smooth green stone, completely blocking the hall. It's easy to see where the tower got its name; the floors around the fallen tower are covered with shards of glass, the shattered remnants of the tower's shell.



The layer of glass is a foot deep in places, and makes treacherous footing. Moving through a square filled with glass requires a Balance check (DC 12). If the check is failed by 5 or more, the character slips and takes 1d4 points of slashing damage.

6. The Feasting Hall (EL 5)

Once this was a grand feasting hall. Now, it appears to be a prime hunting ground for rats and other vermin. Benches and tables have been knocked over, some broken up for kindling or other uses.

Creatures: Four Night Stalkers lurk in this hall. These barbarians are one of the most clever and cautious of the raver tribes. They recently ambushed a Stone Keeper hunting party, and tracked them to this location. The stalkers have paused here in the hall to catch a few rats.

Night Stalkers, Half-orc rogue 1/barbarian 1 (4): CR 2; Medium humanoid (orc); HD 1d6+2 plus 1d12+2; hp 16 each; Init +1; Spd 40 ft.; AC 12, touch 11, flat-footed 11; Base Atk +1; Grp +3; Atk or Full Atk +3 melee (1d8+3/×3, spear); SA rage 1/day (7 rounds), sneak attack +1d6; SQ darkvision 60 ft., fast movement, trapfinding; AL CN; SV Fort +4, Ref +3, Will –1; Str 15, Dex 13, Con 14, Int 8, Wis 9, Cha 6.

Skills: Climb +4, Craft (trapmaking) +3, Hide +5, Jump +8, Listen +2, Move Silently +5, Search +3, Spot +3, Survival +2.

Feats: Power Attack.

Rage (Ex): hp 18; AC 10, touch 9, flat-footed 9; Grp +5; Atk or Full Atk +5 melee (1d8+6/×3, spear); SV Fort +6, Will +1; Str 19, Con 18; Climb +6, Jump +10.

Possessions: Padded armor, spear.

Tactics: The Stalkers immediately hide when the party enters the room, then try to stick to the shadows and move to flanking positions. They aim initial attacks at characters with darkvision or who possess light sources. A Stalker rages the first round of combat.

Development: While most ravers live for battle, the Stalkers are more cunning than most. If the party spots the Stalkers before they attack, the ravers are willing to parley. Their initial attitude is indifferent. The strongest stalker is named Kra, and he is the only one that can speak; in guttural Common, he explains that his folk "hate the bad here." The ravers won't help fight the gatherers, but if they can be made friendly, they'll provide information: the Stone Keepers "have gone dogs... here then gone, with the dogs." He knows that they get into their tower by using the blink dogs' *dimension door* ability... but that there is another way, through the kitchen to the south. The Stalkers wish the party well, but do not join them.

Ad-Hoc Experience Award: If the PCs manage to use Diplomacy or Intimidate to resolve this encounter, award experience as if the PCs defeated the ravers in combat.

7. The Library

All that's left in this once grand library's shelves are torn pages and ripped bindings, either rotting into pulp or converted into nests by industrious rats.

Treasure: A careful Search (DC 21) turns up one intact volume of value—a first edition of *The Kings of Galifar*, which could fetch 100 gp from a collector.

8. The Kitchen (EL 3)

Rats and insects are the only creatures that seem to make use of this kitchen. Rusty cauldrons and broken crockery are scattered across the floor, and everything is covered with dust, cobwebs, and mold.

Creatures: Five horrid rats lurk in the manor at the moment. Roll 1d4; this is the number of horrid rats in this room when the party enters. The remainder are found in area 12.

Horrid Rats (1d4): hp 7 each; *Eberron Campaign Setting* 288.

Treasure: While most of the kitchen is in ruins, a careful examination (Search DC 18) turns up a narrow dark-wood box with a fine silver lock (Open Lock DC 30). The box is worth 100 gp; it contains a set of fine silver cutlery worth 300 gp.

9. Laundry

This room has been raided time and again for impromptu armor. All that's left is a tap into the well, a massive basin, and a drying platform.

10. Hallway

The floor at the northern end of this hallway is strewn with mounds of shattered glass, yet the truly strange thing is the wall of opaque glass at the far end. A jagged rectangular opening opens into a large room there that appears to be part of the fallen tower itself.

Moving through a square filled with glass requires a Balance check (DC 12); if the check is failed, the character slips and takes 1d4 points of slashing damage. Reaching the window and making it through to area 13 requires a Climb check (DC 14); Small and smaller characters receive a +2 circumstance bonus on this check. Failure results in a fall into the glass for 1d6 points of slashing damage.

11. Servant's Quarters (EL 3)

The footlockers and wardrobes of this barracks have been shattered and scavenged, and anything of value—down to the bedding—has been stripped. A strange faint sound, almost as of someone humming a lullaby, wafts gently on the air.

If the party enters the room, the faint, ethereal sound increases in intensity, becoming an eerie, almost hypnotic chorus of whispers and moans. As it continues, a dark, misty figure coalesces from the shadows of the room.

Creatures: This figure is an allip comprised of the composite anguish of the people who died here so long ago. The ravers avoid this chamber, and do not pursue anyone in here even if the allip is killed.

Allip: hp 26; *Monster Manual* 10.

12. Pantry (Up to EL 3)

This ancient pantry is now home to an army of vermin. Looters have smashed the shelves and taken anything not nailed down, and rats and insects mill in the filth left behind. Most of the vermin seem harmless, scurrying into the shadows at the first sign of light. But are there larger creatures hidden in the rubble, waiting for fresh meat?

Creatures: There are five horrid rats in the hall, divided between this location and the kitchen (area 8). Any rats that were not encountered in the kitchen are encountered here.

Horrid Rats (number encountered varies): hp 7 each; *Eberron Campaign Setting* 288.

Chapter Four: The Upset Tower

The remaining encounters occur in the fragment of the fallen tower. This particular section was a mystical workshop of House Vadalis. The Keeper, Jasran d'Vadalis, was working to harness the powers of blink dogs, and had made great strides before his untimely demise. He managed to breed a strain of blink dog that was very cooperative and friendly toward humans, and enhanced their powers so that the dogs could transport other creatures or objects. A few of the dogs survived the fall—and some of the Stone Keepers can channel the spirits of the Vadalis trainers. These Stone Keepers are infused with the memories, desires, and unfulfilled dreams of those who perished in the Glass Tower's fall; they are creatures known to some as memeliths. Over the last 80 years, the blink dogs have formed a close bond with this raver tribe as a result.

As this tower fell, it inverted. Its roof crashed into Colrac Hall, but the lower floors survived relatively intact—although they were now upside down. All loose objects have thus fallen to the new floor. Doors generally have a foot of wall between the base of the door and the "floor"; and in place of stairs, characters must walk up sloped floors with stairs for the ceiling. This is primarily a cosmetic effect, but it is something the DM should bear in mind when describing the rooms.

While the ravers stripped all light sources from the lower levels, they have left everburning torches in place in the higher levels of the tower.

13. Kennel

The floor of the room beyond was once the room's ceiling; when the tower fell, it must have rotated before it landed. It's astonishing the tower survived the impact; fractures run along the walls and floor, but overall, the thick walls seem solid and safe.

The walls of this chamber are lined with cages. The bars are unusual; a successful Knowledge (nature) check reveals the metal to be a form of cold iron. The bars are engraved with arcane runes recognizable with a successful Knowledge (arcana) check (DC 20) as being associated with effects that bar teleportation. Since the doors of the cells have been torn off of their hinges and are nowhere to be seen, any magic that may have once been at work here has long vanished.

14. Vadalis Workshop (EL 4)

The shattered remnants of alchemical supplies, surgical tools, and various forms of restraints lie in heaps along the walls of this

room. All of it is now broken, corroded, or otherwise useless. Bones (both humanoid and otherwise) are scattered amidst the layer of rubbish. An inverted flight of stairs leads east up to the floor above.

This was once a workshop where the heirs of House Vadalis worked to enhance and alter the abilities of their thoroughbred blink dogs. The equipment is now useless, and the bones are a mix of canine and human. However, anyone who makes a Spot check (DC 20) notices that not all of the blink dog skeletons are in pieces.

Because the room is upside down, the stairs up to area **16** are on the ceiling. Reaching up to the banister and climbing up the stairwell requires a Climb check (DC 13).

Creatures: Three blink dog skeletons lurk in this room, created years ago by a Stone Keeper priest from favorite pets. The skeletons don't attack anyone who dresses like a Stone Keeper, but anyone else is fair game.

Blink Dogs Skeletons (3): CR 2; Medium undead; HD 4d12; hp 26 each; Init +8; Spd 40 ft.; AC 16, touch 14, flat-footed 12; Base Atk +2; Grp +2; Atk or Full Atk +2 melee (1d6, bite); SA —; SQ damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, undead traits; AL NE; SV Fort +1, Ref +5, Will +4; Str 10, Dex 19, Con —, Int —, Wis 10, Cha 1.

Feats: Improved Initiative.

15. Keeper's Chamber (EL 3)

This room was once a bedchamber. The poster bed and desk have smashed into pieces against the new floor, but one noteworthy item seems to have survived intact—a chest of blackened steel, marked with the symbol of House Vadalis.

The chest is sealed with a minor magic item called a *dragonshard lock*. A character with the Mark of Handling can deactivate the lock by expending a use of any mark ability. Otherwise, the lock must be picked or the chest smashed to get to the content within. The chest already has some damage; the Stone Keepers tried to smash it open before but only triggered the Trap. Since then, they've lost interest in the chest and avoid it.

Blackened Steel Chest: 1 inch thick; Hardness 10; hp 20; Break DC 26; Open Lock DC 30.

Trap: Unless it is deactivated with the Mark of Handling, the chest unleashes the power of *shocking grasp* on anyone who tries to move it, open it, or strike it.

Shocking Grasp Trap: CR 3; magic device; touch trigger; automatic reset; spell effect (*shocking grasp*, 3rd-level wizard, 3d6 electrical damage); Search DC 26; Disable Device DC 26.

Treasure: The chest contains a pouch of 50 gp, two letters of credit for 250 gp each, and a *least extend channeling rod*. It also includes a leatherbound journal that describes the Keeper's work with blink dogs. The information is highly technical and tied to Vadalis traditions, and would be difficult for other people to use. A Vadalis enclave would pay up to 1,000 gp for the book's return. The book includes a detailed analysis of the blink dog language; someone who studies the book for at least week can learn to speak Blink Dog by spending 1 skill point, even if Speak Language is a cross-class skill.

16. Blink Maze (EL 4)

This maze was designed to serve as a playground and exercise yard for the blink dogs. The walls are completely bare. A few everburning torches are scattered throughout the maze, but they are hidden in corners, intentionally creating shadowy conditions to compliment the blink dogs' low-light vision.

One hallway in the maze is set up with low hurdles to prevent creatures from charging or running. Each hurdle is only 3 feet high, but costs an extra square of movement to move through unless the character makes a DC 12 Jump check.

Other sections of the maze have tiny glass spikes built into the floor. Treat these spikes as if those sections of floor had been scattered with caltrops (see page 126 of the *Player's Handbook*).

Creatures: At the moment, there are three blink dogs playing around in the maze; the starting positions of the dogs are marked on the map.

Blink Dogs (3): hp 35 each; AL N; *Monster Manual* 28. Due to alterations made by House Vadalis, these blink dogs have above average hit points. In addition, they may choose to transport one willing Medium (or smaller) creature they touch when using *dimension door*.

Tactics: The first time the party spots a blink dog, it gives a low howl and disappears—communicating the situation to its two brothers. The dogs then begin to attack the intruders. They know the maze perfectly, and use *blink* and *dimension door* to try to team up on weak party members. They rely on hit and run tactics, disappearing whenever the party starts to get organized. Any dog dropped to 5 hit points or below flees to area 18. If two of the three are killed, the third dog retreats to area 18.

17. Stonefall (EL 3)

Neither the Stone Keepers nor the blink dogs ever use this door (they use the blink dogs' *dimension door* ability to enter the third level of the tower), and a previous memelith constructed a simple trap to keep intruders out.

Stone Door: 4 inches thick; Hardness 8; hp 60; Break DC 28; Open Lock DC 30.

Trap: Anyone who attempts to open the door without using the key (including someone who tries to break it down) causes a pair of flagstones above to slip out to crush the interloper.

Falling Stone Trap: CR 3; mechanical; touch trigger; repair reset; Atk +10 melee (4d6, falling flagstones); Search DC 25; Disable Device DC 20.

18. Dog's Den (EL 3)

Torn blankets and bedding are scattered around the floor of this room, scavenged from elsewhere and used for makeshift nests. A strong canine odor fills the air.

As with area 14, clambering up the stairs in the corner of the room requires a DC 13 Climb check (DC 13).

Creatures: Formerly an exercise chamber, this has become the primary den of the blink dogs. Currently, only one blink dog lurks in the room, along with one Stone Keeper raver. If any blink dogs survived encounter 16, they might be found here as well.

Blink Dog: hp 35; see page 25.

Stone Keeper, human barbarian 1/warrior 1: CR 1; Medium humanoid; HD 1d12+2 plus 1d8+2; hp 20; Init +2; Spd 40 ft.; AC 16, touch 12, flat-footed 14; Base Atk +2; Grp +3; Atk or Full Atk +3 melee (1d8+1/×3, warhammer); SA rage 1/day (7 rounds); SQ fast movement; AL NE; SV Fort +6, Ref +2, Will +0; Str 13, Dex 14, Con 15, Int 8, Wis 10, Cha 12.

Skills: Climb +3, Handle Animal +3, Jump +7, Listen +4, Survival +4.

Feats: Blind-Fight, Power Attack.

Languages: None.

Rage (Ex): hp 24; AC 14, touch 10, flat-footed 12; Grp +5; Atk or Full Atk +5 melee (1d8+3/×3, warhammer); SV Fort +8, Will +2; Str 17, Con 19; Climb +5, Jump +9.

Possessions: Studded leather armor, small wooden shield, warhammer.

Tactics: If the Stone Keeper has been alerted to the threat by the howls of the dogs in area **16**, he and any blink dogs here are poised near the door, pressed against the wall. As soon as a character enters, they attack. If there are multiple blink dogs in the room, they will allow one character to enter and then blink forward to block his progress, coordinating attacks while pinning the remaining characters in the hallway of area **17**.

Treasure: If the party searches through the refuse (Search DC 14), they will find an *eternal wand of charm animal* hidden amid the trash.

19. Entry Hall (EL 4)

The seal of House Vadalis adorns the ceiling of this room. The slashed canvas of a beautiful portrait is on the floor, partially buried amid a heap of shattered furniture. The western half of the room has collapsed, leaving a solid wall of dirt and stone. There is a half-open door to the east, through which a strange, sibilant chanting can be heard.

Creatures: Five Stone Keepers lurk in this room, blocking access to the chamber of statues but not otherwise paying attention unless one of the blink dogs or the Stone Keeper from area **18** flees up here to warn them of the PCs' approach.

Stone Keepers (5): hp 20 each; see page 26.

Tactics: The stone keepers are puzzled by the intruders. While not completely hostile, they are distinctly unfriendly; they snarl and make threatening motions, indicating that the party should leave. They do not speak common, so any attempt at Diplomacy or Intimidation will have to work around this obstacle. Their initial attitude is unfriendly (or hostile if they know the PCs have killed their allies on the floor below); if they can be made at least friendly, they allow one PC into area **20** to speak to their spiritual leader. Only if they're made helpful do they allow all the PCs into area **20**.

If it comes to battle (which it certainly does if the PCs try to enter area **20**), the four Stone Keepers immediately rage, hoping to overwhelm their enemies with pure force. If the battle continues for more than 5 rounds, the memelith and blink dog from area **20** come to investigate and aid their kin.

20. Chamber of Statues (EL 5)

Once a temple to the sovereign lord Balinor, this shrine has been turned upside down in more ways than one. It is filled with pieces of shattered statues—icons gathered from across the broken district of Fallen. The heads of long-dead nobles are mixed together in a jumbled heap with the limbs of gods and bits of abstract art. Amid the wreckage, one statue stands intact. Made from polished white marble, it is a nine-foot figure of a beautiful, angelic man wearing flowing robes, one hand outstretched as if he is in the midst of casting a spell. It seems as if he might once have had wings, but all that's left now are jagged stumps covered with raw muscle and a few stony feathers. A tiny piece of the statue where its left eye should be seems to be missing.

Creatures: A young man and a large blink dog face the statue. The man is chanting, but his words are strange, hypnotic nonsense—an eerie stream of consciousness that is a blend of words from a dozen different languages. If interrupted, he turns to reveal his expression: a strange mixture of tortured madness and ecstatic joy. "What do you want here?" he cries out, stopping his song.

This young man is a memelith, a person infused with emotions, dreams, and memories from the dead. He is currently in the midst of praying for guidance, hoping to receive a vision that could indicate where the final fragment of the statue is hidden. He is puzzled by the intruders; he has never dealt with adventurers before.

If the party tries to talk to the memelith, he switches between three personalities, each with its own distinct mannerisms:

- Junius was the leader of the radiant cult that brought Sythrael to the tower. He demands an explanation for the intrusion and asks for reparations for the death of any of his people, and generally tries to play on feelings of guilt or confusion. He denies any knowledge of the theft and claims to be performing a religious service.
- Hiledgard was a Morgrave scholar. She believes that the statue of Sythrael played a role in the fall of the tower, and is determined to complete its rebuilding to prove her hypothesis. She asks the party to help her find the last piece of the statue—the missing eye—so she can see what happens when it is completed.
- Kol is a halfling child. He is frightened by everything, including the party, the statues, and the big scary dog.

Junius/Hiledgard/Kol, male memelith bard 3: hp 19; see page 27.

Blink Dog: hp 35; see page 25.

Tactics: The blink dog takes his cues from the memelith. The memelith is willing to talk for a while. Assuming the party doesn't leave, the Junius personality eventually uses *charm person*, trying to target non-warforged fighters and ordering anyone he converts to protect him. If battle is joined, he relies on his rapier and his touch of confusion ability. The blink dog uses *dimension door* to close with lightly armored spellcasters.

Development: The stone that comprises Sythrael's statue is unusually lightweight—but even so it still weighs 1,200 pounds. Whenever a piece of the statue is placed in its proper location, it seamlessly melds with the other pieces. As a result, the party could smash the statue into smaller pieces in order to transport it. Otherwise, they may need to drag the statue. A character that examines the statue and makes a

successful DC 26 Spellcraft check realizes that it's actually a living creature petrified by a *stone to flesh* spell.

Concluding the Adventure

If the party manages to get the statue back to Kaelys, she gratefully provides them with her promised reward. She is intrigued by the encounter with the memelith, and hopes to unlock the history of the statue. She promises to contact the PCs once she does so. She also arranges for the party to be fully healed at the nearest Jorasco house. The party can rest with the satisfaction of a job well done.

But what happens next? What are Kaelys's true motives? If she is a radiant cultist and finds a way to release Sythrael, the fallen angel may try to recruit or destroy the party in order to hide its trail. Or perhaps Kaelys intends to find a way to use the statue's curse as a weapon—and airships or other floating towers may soon begin to fall!

Finally, there's the matter of where the final piece of the statue is hidden. The only place it's certainly not is Fallen—the Stone Keepers have scoured this district for decades, and would have certainly found it if it were there. Kaelys might hire the PCs to track down the missing eye, or they could hear rumors of its location later in their adventuring careers.

If Sythrael is eventually freed, consult *Sharn: City of Towers* for details on the radiant idol.

Appendix: New Template

Memelith

When hundreds of people die suddenly and unexpectedly, their passing can leave a mark on the world. This is not the same as the unnatural, undead presence of a ghost. In the case of a memelith, the actual souls of the dead have passed to their final rest. But traces are left behind—memories, desires, unfulfilled dreams. This spiritual residue can touch the minds of the people who live in the area, manifesting as strange thoughts or odd dreams that are quickly forgotten.

Occasionally a child is born with a strong bond to these memories and dreams. Under normal circumstances, he might grow up to be a gifted medium. But the traces of the fallen are drawn to his mind like moths to a flame. His mind is filled with the voices of the dead, voices that often overwhelm his own thoughts. Such an unfortunate is known as a memelith—a living monument to the dead.

Serving as a channel for the spirits of the departed provides the memelith with a range of supernatural powers. Focused through the memelith, the spirits can shift small objects, slam doors, or perform similar poltergeist activities—but they can also shift the position of an attacker's blade, helping to shield their host from harm. But the greatest power of the memelith is knowledge. The memelith has access to the memories and skills of hundreds of people. The

drawback is that he has a limited ability to control the voices in his mind. In the short term the knowledge of the dead can be invaluable. But in the long term, a memelith has great difficulty concentrating or focusing on any one task. He can try to suppress the voices or call on the memories of a specific individual, but he is only barely in control of his mind. A memelith is a tormented creature, constantly distracted by voices no one else can hear, trapped amid the memories of the dead.

A memelith can channel the memories of any humanoid creature, but it has the strongest bond to spirits of its own race. Most memeliths naturally develop bardic talents. Memelith bards often use a variant of Perform called "whispersong"; this is a stream of consciousness muttering inspired by the thoughts of the dead. Whispersong is chaotic and nonsensical, but can be strangely hypnotic and compelling in the same way that chants can be.

Sample Memelith

This example memelith uses a 3rd-level human bard as the base creature.

Medium Humanoid (Human)
Hit Dice: 3d6+3 plus 3 (19 hp)
Initiative: +2
Speed: 30 ft (6 squares)
Armor Class: 19 (+2 Dex, +4 studded leather, –3 deflection), 15 touch, 17 flat-footed
Base Attack/Grapple: +2/+3
Attack: Masterwork rapier +4 melee (1d6+1/18–20) or masterwork shortbow +5 ranged (1d6/×3)
Full Attack: Masterwork rapier +4 melee (1d6+1/18–20) or masterwork shortbow +5 ranged (1d6/×3)
Space/Reach: 5 ft./5 ft.
Special Attacks: *Fascinate*, inspire courage +1, touch of madness (DC 14), spells
Special Qualities: Bardic knowledge +3, bardic music 3/day, countersong, immunities, inner turmoil, inspire competence, knowledge of the dead, poltergeist phenomenon
Saves: Fort +2, Ref +5, Will +1
Abilities: Str 12, Dex 14, Con 13, Int 10, Wis 6, Cha 17
Skills: Bluff +8, Craft (trapmaking) +5, Decipher Languages +1, Disable Device +3, Diplomacy +8, Handle Animal

Adapting the Adventure

The key element of "Fallen Angel" is the fallen tower. However, this does not require the magical sophistication of the Five Nations of Eberron; the floating tower could have been an oddity or wonder of the world before its fall. It could even have been an enormous earthbound tower that toppled like a tree in some ancient cataclysm. Whatever the history of the fallen tower and its surroundings, the disaster needs to have occurred far enough in the past for the raver society to build up around it.

Scaling the Adventure

To use "Fallen Angel" with groups of higher or lower level, make the following adjustments:

- For 1st–2nd-level characters, remove one Stalker from encounter **6**; remove one skeletal blink dog from encounter **14**; remove 1 blink dog from encounter **16**; remove 1 stone keeper from encounter **19**; and remove the blink dog from encounter **20**.
- For 4th–5th-level characters, add one stalker to encounter **6**; add two skeletal blink dogs to encounter **14** add one blink dog to encounter **18**; add 1 stone keeper to encounter **19**; and add one stone keeper to encounter **20**.

+6, Heal +1, Hide +5, Intimidate +8, Knowledge (nobility) +3, Open Locks +5, Perform (whispersong) +6, Spot +1
Feats: Dodge, Spell Focus (Enchantment), Toughness
Environment: Any
Organization: Solitary
Challenge Rating: 4
Treasure: Standard
Alignment: All
Advancement: By character class
Level Adjustment: +2

Combat

Bard Spells Known: (3/2, caster level 3): Save DC = 13 + spell level; DC 14 + spell level for enchantment spells): 0—*daze* (DC 14), *light, mage hand, mending, message, prestidigitation*; 1st—*charm person* (DC 14), *cure light wounds, Tasha's hideous laughter* (DC 14).

Possessions: +1 *studded leather*, masterwork rapier, masterwork shortbow, *potion of displacement, potion of invisibility, potion of cure moderate wounds, potion of protection from arrows 10/magic*, 20 gp.

Creating a Memelith

"Memelith" is an inherited template that can be added to any living humanoid. Its type does not change, but it gains the augmented humanoid subtype.

Armor Class: The creature gains a deflection bonus to its AC equal to its Charisma modifier. This is derived from the spirits protecting the memelith, and is a supernatural effect.

Special Attacks: A memelith retains all of the special attacks of the base creature and gains the following special attack.

Touch of Madness (Su): Any physical contact with a memelith—including a melee touch attack or armed attack—can temporarily overwhelm the mind with the chaotic thoughts of the memelith's host of spirits. The opponent must make a Will save (DC 10 + half the memelith's Hit Dice + the memelith's Charisma bonus) or become confused for one round. This mind-affecting compulsion can only affect up to one creature per round. The save DC is Charisma-based.

Special Qualities: A memelith retains all special qualities of the base creature and also gains the following special qualities.

Immunities (Ex): A memelith is immune to all mind-affecting effects.

Inner Turmoil (Ex): A memelith's mind hosts the thoughts of hundreds of different creatures, and these often confuse or crowd out the thoughts of the base creature. This has three effects:

- A memelith has difficulty concentrating on any extended task. In order to take 10 or 20 on a skill check or to perform an extended task (such as a Craft check) a memelith must make a successful Will saving throw (DC 15). If the character fails the saving throw, treat the skill check as if the memelith rolled a 1.
- Any time a character uses Diplomacy, Intimidate, or Sense Motive against a memelith, the DC of the skill check is increased by 10.

Knowledge of the Dead (Ex): The memelith has access to the skills of all of the spirits that touch its mind. This allows the memelith to make an untrained skill check with any skill, calling on the faint memories of the dead.

In addition, the spirits act through the host, usually providing insight and guidance, but sometimes only creating confusion. Whenever a memelith makes a skill check, he adds 1d6–3 to the result (even if this results in a negative modifier).

Poltergeist Phenomenon (Su): A memelith is surrounded by a host of invisible, incorporeal spirits. A memelith can call on these spirits to produce any of the following affects, as a 10th-level sorcerer: *ghost sound, mage hand*, or *open/close*. However, the spirits occasionally use these powers on their own. Doors open or slam shut around the memelith. Unattended objects suddenly move. Strange moans or whispers may be heard. To stop an involuntary poltergeist display, a memelith must make a successful Will saving throw (DC 10); this suppresses the power for 1d6 rounds.

Abilities: Increase from the base creature as follows: –2 Wisdom, +2 Charisma. A memelith possesses an unnatural charm, but the constant interaction with the spirits is distracting.

Skills: All skills are considered class skills for a memelith.

Challenge Rating: As base creature +1

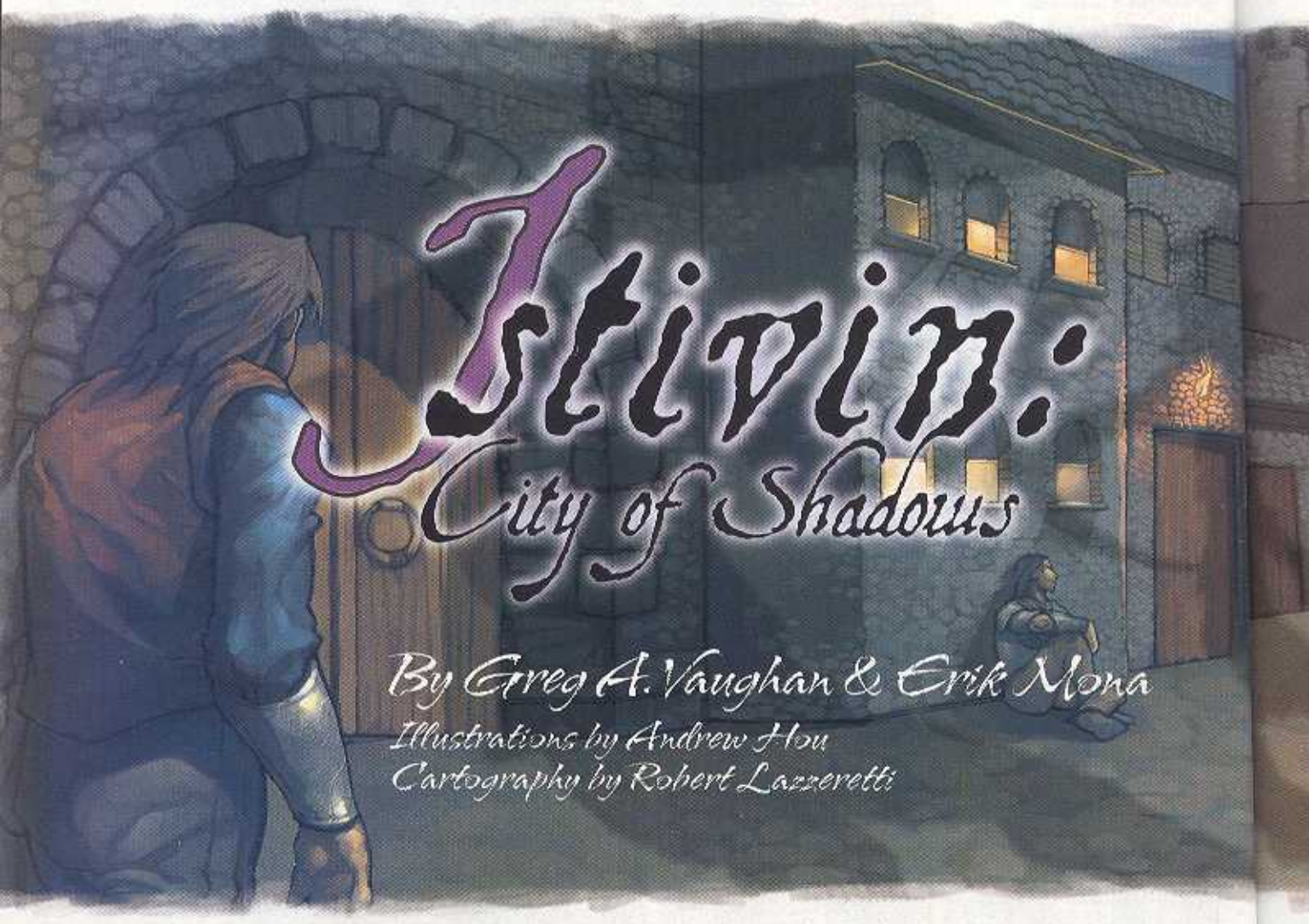
Keith Baker is the creator of the Eberron *campaign setting.*

THE PORTENT

By Peter Bergting

AND WHAT DO YOU THINK YOU'RE DOING NOW LLOYD?
JUST WATERING THIS STRANGE LI'L PLANT I FOUND ON THE LEDGE!
I DON'T THINK THAT'S SUCH A GOOD IDEA...
GAAH! WHAT IS IT NOW!!! EVERYTIME I DO SOMETHING YOU HAVE TO PICK ON ME!
WHY IS IT A BAD IDEA?! WHY! WHY! WHY! WHY! WHY! WHY! WHY! WHY! WHY!
AH! – THE PLANT ATTRACTS GARGOYLES IS ALL, THOUGHT YOU WANTED TO KNOW...
THUD!

The Portent 4 ©, '04 BERGTING



Istivin: City of Shadows

By Greg A. Vaughan & Erik Mona
Illustrations by Andrew Hou
Cartography by Robert Lazzeretti

In the shadows of the great western mountains lies a tragic nation devastated by war and poisoned by the opportunistic crush of would-be nobles holding false claims on ravaged manors and overgrown fields. Eight years ago, an army of giants and savage humanoids surged from the mountain crags, conquering the land's armies and capturing its haunted capital, the star-crossed city of Istivin. This is the Marchland of Sterich, and its terrible secrets hold countless possibilities for your DUNGEONS & DRAGONS campaign.

Istivin is the setting for a three-adventure Campaign Arc that debuts in this issue of *DUNGEON* and continues in issues #118 and #119. Even if you don't use these adventures in your campaign, Istivin has a lot to offer as an out-of-the-way locale filled with ominous, frightening adventuring opportunities. Are your PCs ready for the challenges in store?

♛ **Istivin (Large City)**: Conventional; AL LN; 25,000 gp limit (reduced due to recent unrest); Assets 15,125,000 gp; Population 12,100; Mixed (human 79%, mountain dwarf 8%, halfling 6%, gnome 3%, elf 2%, half-elf 1%, half-orc 1%).

Authority Figures: Resbin Dren Emondav, Marchioness of Sterich (LN female human sorcerer 13); Querchard, Marquis of Sterich (missing, presumed dead); Frush O'Suggill, Captain-General of the Watch (LG male human fighter 16); Karri Velthundle, Marshall of Sterish Cavalry (LG female elf fighter 8/wizard 7); Griffage Terpin, General Commander of the Army of the March (LN male human ranger 13); Verbane, Chief Wizard of the March (CN male human wizard 15).

Important Characters: Kireth Trantle, high priest of Pelor (LG male human cleric 12); Prefect Randos, high priest of Zilchus (LN male human cleric 8); Sarai Miskmatar, priestess of Mayaheine (LG female half-elf cleric 6/ranger 5); Algorthas the Seer, preeminent sage (N male human expert 18); Pelmon Drudd, merchant-lord (NE male human rogue 6/aristocrat 3/expert 3); Santhis, First Matron of Ulaa (LG female human cleric 9).

History

Istivin lies at the political and geographic heart of the March of Sterich. The nation's capital since its founding nearly 800 years ago, Istivin is the hereditary seat of the House of Qualtaine, modest rulers largely content to enjoy the wealth of vast mining operations in the nearby Jotens and Crystalmist Mountains. Maintaining those mines often meant cutting through tribes of savage humanoids and giants, however, and these struggles brought turmoil to Sterich for eight centuries. With its soaring walls and sturdy keep, Istivin

and its citizens weathered many brutal incursions over the years.

Then, eighteen years ago, Istivin fell under attack from a wholly unanticipated opponent—Lolth, Demon Queen of Spiders. An immense black hemisphere of eldritch energy appeared over Krelont Keep and much of the city's central square, completely cutting off the government and constabulary housed within. Brave citizens were able to cross through the energy barrier, but none returned from its inky depths. Worse, the hemisphere expanded slowly, every day engulfing more of the city.

At the same time, organized raids by giant-led savage humanoids surged into the lowlands of Sterich, hitting the nation's border forts with devastating effect. Only the timely intervention of brave and powerful adventurers destroyed the giant threat, unveiling it as the work of ebony-skinned elves from below the Crystalmists. Descending into the depths of the earth, these adventurers penetrated the fabled Vault of the Drow and ultimately ventured to the Abyss itself to solve the mystery of the black hemisphere, which turned out to be the physical manifestation of an attempt by Lolth to draw Istivin—and eventually all of Oerth—into her hideous Demonweb. With Lolth's machinations defeated, Krelont Keep and its inhabitants returned to Istivin unharmed.

Ten years ago, mountain dwarves from the southwest sent warning to Istivin of a new giant and savage humanoid force gathering near the mountain headwaters of the Davish River. Soon thereafter, contact with the dwarfholds ceased altogether. Istivin moved against the threatening incursion but failed to anticipate the speed and ferocity with which the assault would come. The nation's unprepared and undermanned border forts buckled under the fierce assault, and many of their surviving soldiers fled to the interior to defend the capital. Sterich's western baronies fell quickly as the forces of the Giant King Galmoor marched for Istivin. Overmatched and unprepared, Earl Querchard ordered a complete evacuation. Less than a decade after Lolth's black hemisphere, Istivin had fallen.

Humbled, Earl Querchard fled to the city of Flen, in the neighboring kingdom of Keoland. Although now virtually independent, Sterich had been established as a Keolandish vassal state, and King Skotti felt some responsibility for its fall. He promoted Querchard to the title of marquis, and installed the ruler at the head of a vast army of reclamation that struck back against the giants eight years ago. When the blooded army hacked its way to Istivin, they discovered a completely abandoned capital,

with no sign of King Galmoor or his savage host. The city's ancient buildings remained almost wholly intact, unlike the other conquered settlements of Sterich. A puzzled Querchard resumed his position of rulership in Krelont Keep and set to the task of liberating the whole of the land.

Within two years, all of Sterich had been reclaimed, but true peace never came. A shadow of dread and disquiet had fallen over Istivin. Tempers flared more easily, and deadly accidents occurred with regularity. Foul nightmares began to haunt the populace, and more and more of Istivin's folk found themselves caged in the city's asylums. Other citizens vanished altogether, including the marquis himself, gone now four years. The city that has twice recovered from giant and extraplanar invasions now seems to be under siege once more. What power assails it remains unknown, and the folk of Istivin despair that a new conquest is imminent.

The Nobility

As the land grew rich from the yield of its mines, more and more men of allegedly high station flocked to Sterich to seek dispensation from its first earl, Qualtaine of Geoff. He and his successors knew a good source of revenue when they saw it, exchanging titles and land for a sizable donation to the earldom's coffers. Sterich gained a reputation for "low nobility" that became a jest to many neighboring nations.

The last two decades saw the nobles of Sterich scattered before the advance of savage armies. Many of the nation's barons died defending their lands or fell into financial ruin when they abandoned their estates. As such, the reclamation has brought with it great confusion over who is and isn't a noble of Sterich, with unknown heirs and cousins of cousins coming forth to claim title and lands left behind by their departed or missing kin. Adding to this confusion is an influx of many minor Keoish nobles (mainly second sons and scions of bankrupt houses) who contributed troops and treasure to the liberation of Sterich and who now seek repayment through grant and title to improve their own fortunes. Istivin has become a gathering point for opportunistic nobles both genuine and fraudulent.

Into this confusion has come an influx of adventurers and profiteers seeking title and lands. Some of these profit-seekers are little more than common thieves, and more than one "baron" has been found knifed in an alley by the morning patrols.

The Shadow over Istivin

Istivin is a city under siege, though it does not know what enemy it faces. The populace knows that some darkness grips the city in a stranglehold, but none have been able to define it or strike definitively against it. Newcomers to Istivin immediately sense the general unease that pervades the citizens. Few dare the streets at night, and even city watch patrols are scarce, rarely responding to cries for help. Those who do travel the streets at night do so with weapons drawn.

The wife of the missing marquis, Marchioness Resbin Dren Emondav, has adopted the role of her husband. She is intelligent, though lacking in

imagination, and sees the rule of law as the answer. To this end she remains holed up in Krelont Keep issuing decrees to battle the parasitic nobility plaguing the city by day and the unknown terrors of the night. Few have met this dark-skinned foreigner, and many suspect she may be a witch and the cause of Istivin's problems.

The justified paranoia of the marchioness has brought laws barring the entry of all unauthorized personnel into Krelont Keep or the city's military citadels. Individuals caught impersonating nobles of Sterich or Keoland face a short trial and quick execution. Those caught inciting violence through word or deed face long sentences in the city gaols. Anyone suspected of succumbing to madness can be arrested and detained indefinitely "for the safety of the citizenry." The watch unevenly enforces a nightfall curfew, and the marchioness is considering a measure to outlaw the carrying of unlicensed weapons. Istivin is not a despotic, tyrannical city, but to the uninitiated it may appear that way.

The Gods of Istivin

In addition to honoring the deities presented in the *Player's Handbook*, the diverse folk of Istivin worship several gods from the extended GREYHAWK pantheon. The most important of these gods are summarized below, with information on the deity's alignment, domains, favored weapon, and holy symbol listed in brackets. More information about these entities can be found in the *LIVING GREYHAWK Gazetteer*.

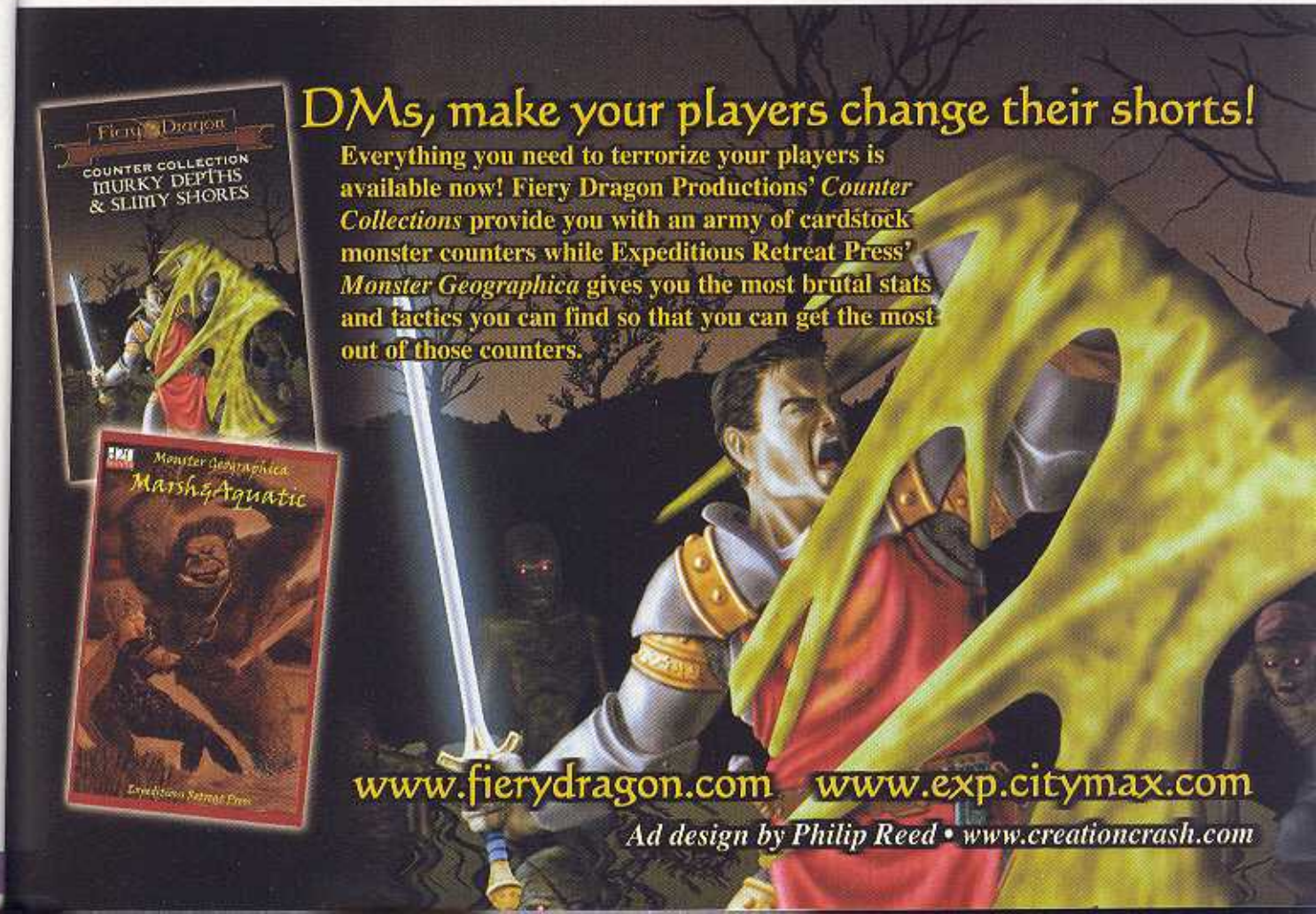
Allitur: From the oldest days, the clergy of Allitur has played an important role in Sterish society, outlining for the nation's rulers a rigid doctrine based upon ethics and propriety. Despite its religious origins, the doctrine is essentially secular, being a description of how to advance society. Most of Sterich's oldest and most powerful nobles pay lip service to Allitur, and a litany of dull passages and rituals is all but required at most significant civic functions. Few in Istivin attend regular services to Allitur, but most acknowledge the wisdom of his teachings. [LG; Good, Knowledge, Law; shortspear; a pair of clasped hands]

Kelanen (The Prince of Swords): The master swordsmen who comprise Kelanen's cult espouse a doctrine of cosmic balance between the Four Dooms (good, evil, chaos, and law), and have at times sided with any of these alignments to push the balance of power back toward the middle. Far more fighters and warriors than clerics honor Kelanen, making his clergy small and mysterious. It is a violation of the faith's code of conduct to use any sort of weapon other than a sword or crossbow. [N; Travel, War; any martial sword; nine swords in a star shape, points outward]

Mayaheine (The Shield Maiden): A recently ascended paladin of Pelor, the demigoddess Mayaheine represents protection, justice, and valor. Her righteous clerics travel on great pilgrimages to defend the weak and innocent, stand up for the disenfranchised, and generally make a nuisance of themselves. The loosely affiliated, youthful religion serves as a sort of strong arm of the church of Pelor. It is particularly accepting of women. [LG; Good, Law, Protection, War; bastard sword, mace, longbow; a shield with a bastard sword, sunburst, two golden spheres, and two victory runes]

Ulaa (The Stonewife): An ancient goddess of unknown origins, Ulaa holds earth elementals in thrall with her dominion over hills, mountains, and gemstones. Her clerics protect mountains from those who would enter for the sake of greed or evil, and instruct miners and quarrymen with timelost rituals they claim have been handed down from a civilization extinct more than 10,000 years. [LG; Earth, Good, Law; warhammer; mountain with ruby heart]

Zilchus (The Great Guildmaster): Honored by merchants and the wealthy, Zilchus is the dealmaker of the gods, the master of business, money, and prestige. His rigorous doctrine espouses personal improvement through the accumulation of wealth and political influence, and hence his religion enjoys great (if casual) attention in a city choked with nobles real and presumed. [LN; Knowledge, Law, Trickery; dagger; hands clutching a bag of gold]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The Military

Eight years ago, Marquis Querchard and the nobles of Sterich led the nation's armies to victory in a bloody campaign that reclaimed Istivin and the whole of the realm. Today, this once proud force has been consumed by inefficiency, its honored regiments squandered under the command of antagonistic nobles squabbling amongst themselves for control of regained land. But Istivin itself remains a bastion of military competence and discipline.

Sterich's military marches to the orders of **General Commander of the Army of the March Griffage Terpin** (LN male human ranger 10), a crusty mountain fighter who earned his fame against the giants, bugbears, and ogres of the Jotens. Terpin directs the nation's military affairs from Istivin's East Citadel, and answers directly to the marchioness. Emondav appointed him general commander after his predecessor, Tybold Borm, fell to an assassin's knife three years ago, and he is unswervingly loyal to her every command (and, according to calumnious wags, to her every desire).

Second only to the general commander is **Karri Velthundle** (LG female elf fighter 8/wizard 7), who has been the Marshall of the Sterish Cavalry for more than 200 years. A succession of Sterich's rulers have asked her to assume the role of general commander, but she has always refused, preferring to concentrate on her passion and combat specialty—light cavalry. Velthundle's tactics combine horsemanship and magic, and the ranks of her renowned mounted order swell with multiclass fighter/wizards and fighter/sorcerers. They reside in West Citadel, near the Trade Gate.

Sterich's army was gutted in the giant invasion and blooded badly during the recent reconquest. Many of the current officers replaced others who fell during the war, and were promoted based on their skill and experience battling giants and savage humanoids. The 600-some soldiers stationed in Istivin are thus a finely honed unit.

Istivin's army is best used as a background element that evolves as the campaign progresses. Perhaps a martial player character fought in the Sterish army during the reclamation, and has a (distant) personal relationship with Griffage Terpin or Karri Velthundle. An NPC patron might turn out to be an army advance man, employing the PCs to scout the fallen border forts in the Jotens and Crystalmists for signs of the remnants of Galmoor's army.

Key to the City of Istivin

1. Javan Gate
2. Brink's Gate
3. Trade Gate
4. East Citadel
5. West Citadel
6. Krelont Keep
7. The House of Tabard (shabby inn)
8. The Gryphon's Arms (expensive inn)
9. House of Radiance (Pelor)
10. The Gilded House (Zilchus)
11. The Maiden's Shield (Mayaheine)
12. The Tower of Custom (Allitur)
13. Algorthas the Seer's Manor
14. Barclay House
15. The Old Livery
16. Quaitaine Square
17. The Effluvium
18. Chapterhouse of the Star
19. The Circus
20. Oliphant House (vacant demense)
21. Ancient Stone Circle
22. The Fiddling Viceroy (standard inn)
23. The Dwarven Court
24. Shrine (Ehlonna)
25. North Square
26. Temple (Fharlanghn)
27. Temple (Heironeous)
28. Temple (Ulaa)
29. Gate Square

Selected Locales

A 35-foot-high crenellated wall composed of huge basalt blocks surrounds Istivin. Forty-five-foot-tall towers jut from the wall at irregular intervals, and each of the city's three gates sport 60-foot towers and additional defenses.

The following numbered areas correspond to the map on page 37 and the Key to the City of Istivin sidebar nearby. Dungeon Masters are encouraged to develop backgrounds for undetailed numbered locations, and to add new locations tailored to their campaigns.

1. Javan Gate: Most visitors who come to Istivin from the eastern lands enter the city through Javan Gate, a huge two-passage basalt barbican with three 60-foot-tall towers that offer a tremendous view of the surrounding landscape. A contingent of twenty-five soldiers armed with crossbows guards each tower; all are trained in the operation of ballistae positioned on the tower roofs. The largest tower houses a city watch station, and at least twenty guards man the gates during all hours of the night and day. At the base of Javan Gate, four statues of baying wolves the size of draft horses snarl a defiant warning to Istivin's enemies. Local legend holds that the wolves predate the city itself, and that their incorporation into the city's primary defensive post hearkens to even older traditions now lost to all but the most fastidious scholar of Allitur.

4 & 5. East Citadel/West Citadel: The Istivin contingent of Sterich's army resides within two sprawling fortifications near Brink's Gate and Trade Gate. West Citadel abuts vast stables and serves principally as barracks for the nation's light cavalry, a force some 200 strong. Roughly 400 infantry (mostly halberdiers) dwell within East Citadel, which boasts a huge open courtyard used for drilling.

DM's Notes: The paranoia of these times has resulted in one of the most tragic developments in all of Istivin. An officer at East Citadel, **Captain Garant Ren** (CN male half-elf fighter 5/rogue 2), has gathered a group of like-minded city watch officers and soldiers into the tenacious Society of the Vigil. When off duty, the masked vigilantes meet in an abandoned watch post near the citadel and plan to halt the hidden threat they see rising in Istivin—a nonexistent conspiracy of politicians, wealthy merchants, and common citizens determined to destroy the city and all its inhabitants.

Accordingly, the society abducts victims that fit their profile, bringing them to a sewer access chamber beneath the watch station, where they are tortured for information and eventually added to an ever-growing pile of corpses below the station's floor.

Captain Ren has been hearing whispers in his head for several months, though he has thusfar concealed his madness beneath the grim veneer of a soldier. It's only a matter of time before the Society becomes more proactive in its efforts, breaking into the homes of innocent citizens to capture alleged members of the conspiracy for "questioning." If the PCs get in too tight with Istivin's aristocracy, they might find themselves targets of Ren's vengeance. On the other hand, if they become public enemies of any noble from Brink's Hill, the Society might offer assistance in the form of information or muscle.

6: Krelont Keep: The hereditary seat of the rulers of Sterich is Krelont Keep, an imposing edifice perched atop a massive granite peak known as the Promontory. The heavily fortified keep got its start centuries ago as a bastion against raiders from the Crystalmist Mountains, and it still protects the ruling family of Sterich. The keep casts a long shadow over Qualtaine Square, and since Querchard's disappearance four years ago, it has become a dark symbol of the protections surrounding the unpopular Marchioness Emondav.

In addition to the marchioness and her countless retainers, servants, and sycophants, Krelont Keep is home to more than 200 members of Istivin's watch, who maintain order in the city under the command of **Captain-General Frush O'Suggill** (LG male human fighter 16), a former adventuring hero who came to lead the guard after helping to thwart Lolth's designs upon Istivin eighteen years ago. Companies of soldiers from the citadels supplement the city watch of Krelont Keep, at any given time adding 50 to 100 crossbowmen to the outpost's defense. A dozen accomplished wizards and clerics loyal to the march serve in a versatile strike force organized by the marchioness's chief wizard, **Verbane** (CN male human wizard 15). They spend most of their time engaged in divinations to protect the marchioness and abjurations to prevent magical entry to the keep.

DM's Notes: The walls and foundations of Krelont Keep have been magically treated to prevent spells such as *teleport*, *passwall*, or *dimension door* from breaching the fortress. The walls are further enchanted with *dimensional lock* to prevent extraplanar encroachment.

The ancient architects of Krelont Keep excavated tunnels deep into the bedrock to serve as treasuries and refuges in case the keep itself should fall. The original inhabitants lived under constant threat of giant and savage humanoid raids, and never imagined a city rising up around the keep. Accordingly, the excavations are much deeper than might be expected for a keep of this size, extending beneath the Promontory to an extent that even Krelont Keep's current inhabitants do not fully comprehend.

The lowest known levels—the Deeper Dungeons—hold only the most dangerous and secret prisoners of the march. Those who know of the dungeon's existence frequently speculate on what terrors might dwell within, or what heroes might suffer under the lash for the amusement of the marchioness. The truth is that still more levels exist below the Deeper Dungeons, many of them completely flooded with sewer and storm runoff. What resides in these abandoned halls not even whispers speculate, but it is a fair bet that ripples sometimes seen on the surface of some cisterns far below are not just the result of stray currents.

Brink's Hill

The series of hilltops outside the city walls serves as the abode of the gentry of Istivin. Palatial manors surmount these hills and the saddles between, guarded by large companies of hired mercenaries intent on keeping Istivin's troubles firmly within the city walls and away from the private lives of the aristocracy. The cursed pall that hangs over Istivin seems not to have ventured this far, though some of the district's wealthy denizens have vanished while conducting business in the city.

In the campaign, Brink's Hill serves as an invitation-only break from the hardship and despair of Istivin. Many of the nobles here, including Algorthas the Seer, serve as excellent patrons, while others such as Count Tavisham Barclay make worthy adversaries capable of causing a lot of problems for the player characters. As the characters advance in level and prestige, they might ultimately claim a manor on Brink's Hill—but there will always be a neighbor with a better view and a tighter grasp on Istivin's politics.

Algorthas the Seer

13. Algorthas the Seer's Manor: This upscale manor lies atop the southernmost peak of Brink's Hill. **Algorthas the Seer's** (N male human expert 18) reputation as a sage without equal stretches across the land as far as the city of Greyhawk, and no few of those willing to brave the trip to Sterich do so only because they are certain Algorthas knows some bit of lore forgotten everywhere else. The aging pedant does not discriminate in his clientele, believing knowledge is neutral and should be available to all who can afford his exorbitant fees. He is an expert in

most fields, but specializes in knowledge of history, localities, politics, and prophecies. He keeps a cadre of eleven scandalously overpaid mercenaries (3rd-level fighters) on his property at all times.

DM's Notes: Assume Algorthas the Seer has (after various modifications due to magic items and his impressive library) a +35 bonus on any Knowledge check. He charges 100 gp × the question's DC, and keeps all payment regardless of whether or not he is able to provide a correct answer to the client's question. Algorthas always takes three full days of study before answering a query, although he always demands to be paid in full in advance.

Local legend refers to Algorthas as the "smartest man in the world," a pronouncement Algorthas himself has begun to earnestly believe. His haughty manner is enough to anger some of his customers, but there's a reason he has such a powerful reputation, and even those customers he has offended come back time and again for his wise counsel.

14. Barclay House: This low-lying manse along the major thoroughfare of Brink's Hill has recently become the abode of **"Count" Tavisham Barclay** (NE male human werewolf fighter 13), who claims to be distantly related to the Keolandish House of Rhola and an heir to one of the estates of Sterich. He keeps to himself beyond making daily appearances at Krelont Keep to petition the marchioness for title to his family's land. He keeps a posse of thirteen hard-bitten mercenaries (fighter 5/barbarian 2) as guards in his lavish home.

DM's Notes: As yet Barclay has had no luck convincing the marchioness to honor his patent of nobility. He has few documents to back up his claim, and refuses to submit to magical interrogation on the grounds of honor. He has heard that Marchioness Emondav throws false claimants in the dungeons below Krelont Keep, and while his claims are legitimate, he has much to fear from magical questioning of any kind, for Tavisham Barclay is a werewolf. He fled his ancestral home in Keoland after a moonlit rage resulted in the deaths of seventeen courtiers. Unwilling to give up the opulent lifestyle of his station but unable to operate in his homeland, Barclay gathered his riches and made way for Sterich. That was three years ago, however, and his nest egg is about to run dry. Barclay seeks out any means by which to protect himself and his dwindling riches, and might find himself opposing PCs based in Istivin if he thinks it can help him score points with powerful political forces in the city. Emondav's archmage Verbane knows Barclay's secret, but has yet to take action regarding it.

15: The Old Livery: This massive livery stable boards the mounts of many of Istivin's citizens and visitors. Its proprietor, a Paynim horse-trader named **Zarreff** (LN male human barbarian 6), charges standard stabling rates and even boasts facilities for exotic mounts, for he is no stranger to adventurers. Many powerful and famous personages called the shabby stalls of the Old Livery home eighteen years ago, at a time when most of Istivin's city center had been engulfed by the foul planar gate of the Queen of Spiders. Many of these thrillseekers carved their personal devices upon the stable's wooden walls, and even today a canny observer can notice the signs of Captain-General Frush O'Suggill, the Knights of Hommlet (led by Sir Ardorsus of Dyvers), and Theodain Eriason, elven wizard of the Circle of Eight.

DM's Notes: More than one adventuring group that used the Old Livery as a base of operations left and never came back. Some of those parties stored equipment and treasure here. Zarreff and his associates removed most such trinkets years ago, but at least one hoard still rests behind a false wall or loose flagstone. Occasionally a lucky stable hand finds a gem or pouch of gold while going about his duties.

Somewhere within the Old Livery is hidden the *Axe of the Keeper*, a *+3 flaming burst greataxe* stolen from a giant's den almost two decades ago. PCs who discover the weapon might one day have to contend with its angry owner, a giant cleric named Velikar who inhabits one of the border forts along the periphery of the Crystalmists.

The Abandoned Quarter

As the open waste pit known as the Effluvium fermented over time, a noxious stench of human waste and rotting garbage inhabited the stones and woodwork of the neighborhood northeast of the Promontory. Over the past century, things have become so bad that most buildings stand unclaimed and abandoned, giving the district its common name. Several roads remain completely blocked by collapsed buildings, and the government long ago gave up hope of ever reclaiming the area for a useful purpose.

Now, only the most desperate addicts and alcoholics call the place home. Even civilized criminals avoid the Abandoned Quarter, although many keep bolt-holes and safe houses within the district's crumbling tenements and lonely towers, for if you can find a way to deal with the smell, the Abandoned Quarter makes for one of the best hiding places in Istivin. Duty on the walls bordering the quarter is reserved for those soldiers who have fallen into disfavor with their superiors, and the city watch never patrols its trash-filled streets. The policies of the marchioness and her government never touch upon the Abandoned Quarter, and she apparently prefers to treat the neighborhood as if it didn't exist.

16. Qualtaine Square: Named for the first earl of Sterich, this cobbled plaza lies at the heart of Istivin, at the base of the imposing Promontory and in the shadow of black-walled Krelont Keep. Many of the city's most important temples and businesses front this plaza, bringing thousands of visitors each day. Two neglected, once graceful fountains mark its southern end, and a marble shrine to Heironeous stands before the road rising to the keep, as if guarding the ruling family.

DM's Notes: A DC 20 Spot check made by any character passing through the square is sufficient to notice a large, vaguely humanoid dark stain upon the cobbles making up the geometric center of Qualtaine Square. The stain has not faded since its discovery during the reclamation of Istivin, and local rumor swears that King Galmoor himself was killed on this spot, and that it still bears his undying curse. Allow characters that study the stain for several minutes to make a DC 15 Spot check to notice that most people and animals unconsciously avoid step-

ping on these blackened stones when walking through the square. The poisoned core of Qualtaine Square plays a pivotal role in the "Istivin: City of Shadows" Campaign Arc, but could serve as the focus of any fell enchantment in your campaign.

17. The Effluvium: Located at the base of the Promontory, the Effluvium is a huge drainage pool of porous stone that serves as a natural sump for the city. All of Istivin's storm drains and sewer channels eventually empty into this collection basin, where the effluent slowly drains and evaporates. The result is a massive pool of foul-smelling, murky brown water. Nothing is known to live in this fetid soup, and hardly a ripple breaks its algae-covered surface. Most of the dozens of drains that empty into the Effluvium are only a few inches in diameter, but some open as wide as 4 feet across, and widen considerably deeper underground. These lead to sewer channels that run beneath Istivin and are always barred by thick iron grates to prevent the egress of sewer-dwelling creatures or to keep out those who might use the tunnels for nefarious ends. These grates do not open, and sewer workers enter the drains from elsewhere in the city.

Iron Grate: 2-in.-thick bars (4-in. space between bars); hardness 10; hp 60; Break DC 30.

DM's Notes: For generations, the people of Istivin have turned a blind eye to a parasitic community of mongrelfolk (*Fiend Folio*, p. 125) who quietly dwell in the run-down tenements and brickhouses surrounding the Effluvium. Exactly where the creatures came from remains unknown. As long as people can remember, they've always been here, dating back three human generations or more. The mongrelfolk even survived the occupation of the city by Galmoor's brutish army, disappearing into their dens and holes to avoid detection by the invaders.

The mongrelfolk travel from building to building via a complex network of hand-dug tunnels, allowing them to avoid the city streets altogether. The local watch (when they bother to enter the Abandoned Quarter at all) consider the mongrelfolk harmless squatters, and pay them little mind. But the mongrelfolk watch from the shadows, and know nearly everything about the Abandoned Quarter.

18. Chapterhouse of the Star: This once elegant building houses a shadowy chapter of the mysterious Order of the Star, a fraternity of blademasters devoted to the hero-deity Kelanen, the Prince of Swords. The Order takes its name from Kelanen's symbol, nine swords radiating outward to form a starburst. The organization spans the western nations, but Istivin's chapter in particular always best exemplified Kelanen's dedication to swordplay and the pursuit of a cosmic balance between the Four Dooms: good, evil, law, and chaos. The principles that had for so long served as the chapter's foundation ironically led to its undoing on the eve of Istivin's fall, when most of its members perished standing their ground against Galmoor's

army. The futile, spirited defense allowed thousands of citizens to flee the city, and many common folk of Istivin give thanks to the gentlemanly ghosts of the Order of the Star each time they pass the chapterhouse on Whetstone Way.

But some life yet remains in the old lodge, thanks to the efforts of an aged swordsman named **Baldram** (N male human fighter 12/kensai 6), too infirm to stand with his brothers ten years ago but still able to train others in the disciplines of the nine blades of Kelanen. Only a handful of these new blademasters dwell in Istivin, and many of those that do are early in their training and not nearly equal to Baldram in knowledge or skill at arms. With a hacking cough and health that seems to decline with the day, Baldram knows he doesn't have long to live, and has begun investing some of his authority to a young protégé named **Quentyn Seamster** (LN male human fighter 6/kensai 3), with whom he trains constantly, furiously trying to instill in him a lifetime of experience in however many weeks he can stave off death.

DM's Notes: Members of the Order of the Star take levels in the kensai prestige class, presented in *The Complete Warrior*; their signature weapon must be a sword of any type. They consider the use of any weapon other than a sword or crossbow a violation of their ethos, but grudgingly make allowances in the case of emergency.

All of the members of the Istivin chapter know of Baldram's infirmity, but not even he is aware that it has been inflicted upon him through foul play. Some enemy (the dark presence haunting Istivin, a rival swordsman among the nobility, the marchioness) considers him a threat, and hopes to eliminate him before anyone else in the Order can rise to take his place. To this end, Baldram's enemy has caused an unnatural black fungus to grow undetected in the cracks of the walls of the old master's bedchambers in the chapterhouse. This unearthly growth produces an inhaled form of dark reaver powder so fine that it cannot be seen with the naked eye. The formidable Baldram is slowly succumbing to its effects, and the constant exposure has prevented magic healing from making any lasting impact on his condition.

Anyone who observes Baldram for more than a few minutes can make a DC 25 Heal or Profession (herbalist) check to recognize the symptoms and the specific plant involved. Those who identify the cause of Baldram's sickness gain powerful friends among the Order of the Star, an alliance that may serve them well even in distant cities.

19: The Circus: Of all Istivin's magnificent structures, only Krelont Keep is more spectacular in scope and imagination than the city's Circus, an ancient relic dating back to Istivin's earliest days nearly a thousand years ago. As Sterich began to adopt the more civilized ways of the east, bloodsport gave way to horse and chariot races and field games. Such endeavors now seem quaint to the battle-hardened citizenry of Istivin, and lethal gladiatorial combat has made a triumphant return to the Circus.

Managing the controlled chaos of the Circus falls to **Atafrix Dardenell** (CN male half-elf rogue 8/bard 4), a scheming bon vivant with a showman's sensibility and a willingness to stab an associate in the back at the first profitable opportunity. His chief confidant is the cunning **Gromar** (NE male half-orc barbarian 8), a brutal pitmaster who isn't above stocking his ranks of fighters with drunken foreigners kidnapped the night before a bloody exhibition. Atafrix and Gromar present brutal, lurid entertainment to Istivin, and the people love them for it.

DM's Notes: Atafrix has been deeply affected by the Abyssal presence inhabiting Istivin, and his mind has begun to slip. Bored with simple contests between humanoid gladiators, he recently introduced a new element to Circus matches—monsters. Secret cells below the coliseum now contain six owlbears, five displacer beasts, a brutish ettin, and an eight-headed hydra. Once this new feature catches on, Atafrix plans to introduce true blood matches between the monsters and helpless or unarmed condemned prisoners. Since condemned prisoners are difficult to come by, Atafrix and Gromar intend to use a band of toughs to kidnap innocent victims off the street to serve in these matches, protected from recognition by *charm person* spells and face-masking illusions.

Personalities of Istivin

Players should find the folk of Istivin to be an assorted lot with motives as diverse as their personalities, although almost everyone seems to be affected by some sort of shadow. Three of Istivin's most prominent citizens are detailed below.

Resbin Dren Emondav, Marchioness of Sterich, female human sorcerer 13: CR 13; Medium humanoid; HD 13d4+26 plus 3; hp 61; Init –1; Spd 30 ft.; AC 12 (16 with *mage armor*), touch 9, flat-footed 12 (16 with *mage armor*); Base Atk +6; Grp +7; Atk +8 melee (1d6+1, masterwork club); Full Atk +8/+3 melee (1d6+1, masterwork club); SA spells; SQ summon familiar (tiny viper); AL LN; SV Fort +8, Ref +3, Will +11; Str 12, Dex 9, Con 14, Int 16, Wis 13, Cha 19.

Skills: Bluff +23, Concentration +18, Diplomacy +14, Gather Information +8, Knowledge (arcana) +19, Listen +3, Sense Motive +9, Spellcraft +13, Spot +3.

Feats: Combat Casting, Eschew

Marchioness Emondav

Materials, Great Fortitude, Iron Will, Leadership, Toughness.

Languages: Common, Dwarven, Keolandish, Olman.

Spells Known (caster level 13; 6/7/7/7/7/6/4): 0—*acid splash* (+5 ranged touch), *arcane mark*, *daze* (DC 14), *detect magic*, *detect poison*, *disrupt undead* (+5 ranged touch), *flare* (DC 14), *resistance*, *touch of fatigue* (+5 touch, DC 14); 1st—*burning hands* (DC 15), *mage armor*, *obscuring mist*, *protection from chaos* (DC 15), *shield*; 2nd—*detect thoughts* (DC 16), *owl's wisdom*, *shatter* (DC 16), *touch of idiocy* (+5 touch, DC 15), *whispering wind*; 3rd—*deep slumber* (DC 17), *dispel magic*, *invisibility sphere*, *suggestion* (DC 17); 4th—*confusion* (DC 18), *crushing despair* (DC 18), *greater magic weapon*, *stoneskin*; 5th—*cone of cold* (DC 19), *feeblemind* (DC 19), *hold monster* (DC 19); 6th—*chain lightning* (DC 20), *Tenser's transformation*.

Possessions: Masterwork club, *cloak of charisma +2*, *amulet of natural armor +3*, *brooch of shielding* (76 hp), *ring of mind shielding*, *ring of the ram* (27 charges), 3 *potions of bull's strength*, 4 vials of diamond dust worth 250 gp each.

The formidable marchioness of Sterich is a dark-skinned, large-framed woman of unknown origin with graying black hair bound tightly into a severe bun. Querchard met her while traveling in distant lands during his youth. Before the troubles came to Istivin, Resbin spent much of her time away from court, living in her homeland. The Sterish were fine with this arrangement, having never taken a great liking to the aloof, no-nonsense woman. She relocated to Istivin after Lolth's attempt on the city, but always separated herself from the other members of the court. She didn't engender rapport among the nobles, especially with the occasional application of her cudgel on their recalcitrant young scions every now and again. With Querchard's disappearance, she now holds the reins of the country and has proven to be as stout-willed as she is framed. More than one rumor has been spread that she "offed" the marquis in order to seize power, though none dare voice this theory in her presence.

Resbin Dren Emondav is greatly disturbed by the fate of her husband. She has given him up for lost, but refuses to allow dishonor to fall on his name. Her grief is deep and heartfelt, but stoically masked. She fears if she shows any weakness at all in front of the nobles, she and House Qualtaine could be unseated. As a result she is slow and methodical in her decisions regarding noble patents that have come before her. Istivin's condition disturbs her as well, but she is at a loss as to how it can be saved. Instead she forges ahead in her own blunt way, ignoring the whispers and the ire of the nobles around her. Her greatest vulnerability is perhaps that she relies too heavily on the council of unscrupulous aristocrats and her Chief Wizard, Verbane.

Verbane, Chief Wizard of the March, male human wizard 15: CR 15; Medium humanoid; HD 15d4+15; hp 54; Init +8; Spd 30 ft.; AC 17, touch 16, flat-footed 14; Base Atk +7; Grp +5; Atk +10 melee (1d6–1 plus 1d6 fire/18–20, *+1 flaming burst rapier*); Full Atk +10/+5 melee (1d6–1 plus 1d6 fire/18–20, *+1 flaming burst rapier*); SA poison, spells; SQ *contingency*, permanent spells, summon familiar (hawk familiar); AL CN; SV Fort +6, Ref +8, Will +12; Str 7, Dex 16, Con 12, Int 20, Wis 16, Cha 17.

Skills: Concentration +19, Craft (alchemy) +12, Gather Information +5, Knowledge (arcana) +23, Knowledge (geography) +13, Knowledge (history) +17, Knowledge (local) +19, Knowledge (the planes) +16, Listen +5, Spellcraft +25, Spot +5 (+8 in bright light).

Feats: Brew Potion, Combat Casting, Greater Spell Focus (evocation), Improved Initiative, Martial Weapon Proficiency (rapier), Maximize Spell, Quicken Spell, Scribe Scroll, Spell Focus (evocation), Weapon Finesse, Widen Spell.

Languages: Common, Draconic, Giant.

Contingency Effect: *Teleport* returns him to his home if he is rendered helpless or unconscious.

Permanent Spells: *Arcane sight*, *darkvision*, *tongues*.

Wizard Spells Commonly Prepared (caster level 15): 0—*arcane mark*, *detect magic*, *message*, *read magic*; 1st—*charm person* (DC 16), *hypnotism* (DC 16), *mage armor*, *ray of enfeeblement* (+10 ranged touch), *shocking grasp* (+10 touch), *true strike*; 2nd—*arcane lock*, *detect thoughts* (DC 17), *invisibility*, *pyrotechnics* (DC 17), *scorching ray* (+10 ranged touch); 3rd—*displacement*, *magic circle against evil* (DC 18), *protection from energy*, *slow* (DC 18), *vampiric touch* (+10 touch); 4th—*arcane eye*, *enervation* (+10 ranged touch), maximized *magic missile*, *lesser globe of invulnerability*, *phantasmal killer* (DC 19); 5th—*cloudkill* (DC 20), *cone of cold* (DC 22), *dominate person* (DC 20), *prying eyes*, *summon monster V*; 6th—widened *fireball* (DC 20), *greater dispel magic*, maximized *lightning bolt* (DC 20); 7th—quickened *fireball* (DC

20), *Mordenkainen's sword* (+23 melee); 8th—quickened *dimension door*.

Spellbooks: Verbane's spellbooks contain all cantrips and all 1st–8th level spells in the *Player's Handbook*.

Possessions: *+1 flaming burst rapier, amulet of natural armor +1, gloves of Dexterity +4, ring of protection +3, staff of fire* (31 charges), statuette of himself worth 2,000 gp (focus for *contingency*), miniature platinum sword worth 250 gp (focus for *Mordenkainen's sword*).

At 65, the ambitious Verbane feels acutely the passage of time. He stands over six-and-a-half feet tall yet is skeletally thin, with claw-like hands bearing thick purple veins. Verbane is the Chief Wizard of the March and wields far more power than even the marchioness realizes. Originally recruited by the marquis to assist in the reclamation of Sterich, he achieved his current position as reward for his services. Since Querchard's disappearance, the marchioness has come to rely on Verbane more and more. He subtly suggested the formation of a regiment of wizards and battle clerics to aid in Krelont Keep's defense. Upon receiving the marchioness's blessing, he selected only those wizards and clerics who had demonstrated utter loyalty to him. These minions grant Verbane a powerful private army, though he defers to the marchioness for now. His true aspiration is to someday rule a realm of magic to rival that of the Valley of the Mage. He sees Sterich as just the place to achieve that dream in these times of turmoil, and cares nothing for the trappings of nobility. Verbane recognizes only the authority of power.

Frush O'Suggill

Frush O'Suggill, Captain-General of the Watch, male human fighter 16: CR 16; Medium humanoid; HD 16d10+48; hp 140; Init +6; Spd 20 ft.; AC 28, touch 12, flat-footed 26; Base Atk +16; Grp +19; Atk +23 melee (1d6+9/19–20, *+2 returning adamantine shortspear*) or +22 ranged (1d6+9/19–20, *+2 returning adamantine shortspear*); Full Atk +23/+18/+13/+8 melee (1d6+9/19–20, *+2 returning adamantine shortspear*) or +22 ranged (1d6+9/19–20, *+2 returning adamantine shortspear*); SA —; SQ —; AL LG; SV Fort +13, Ref +7, Will +7; Str 17, Dex 14, Con 16, Int 11, Wis 11, Cha 14.

Skills: Diplomacy +4, Gather Information +4, Handle Animal +7, Intimidate +12, Knowledge (local) +5, Ride +22, Sense Motive +5, Speak Language (Elven, Orc).

Feats: Blind-Fight, Cleave, Combat Reflexes, Great Cleave, Greater Weapon Focus (shortspear), Greater Weapon Specialization (shortspear), Improved Critical (shortspear), Improved Initiative, Iron Will, Leadership, Mounted Combat, Power Attack, Quick Draw, Ride-By Attack, Weapon Focus (shortspear), Weapon Specialization (shortspear).

Languages: Common, Elven, Orc.

Possessions: *+2 mithril half-plate, +5 heavy steel shield, +2 returning adamantine shortspear, periapt of wound closure*, four *potions of invisibility, potion of cure light wounds*, two *potions of cure serious wounds*.

Frush O'Suggill is a hale and hearty 51-year-old veteran of many wars. A former adventurer, he led the party that defeated the giants eighteen years ago and penetrated the Abyss to end the threat of Lolth's black hemisphere. He then went on to study at the Furyondian College of War before participating in the Greyhawk Wars. After the signing of the Pact of Greyhawk ten years ago, he resigned his commission in Furyondy and returned to Keoland to assist in the liberation of Sterich. Marquis Querchard appointed him as Captain-General of the Watch shortly thereafter to utilize his valuable experience and training for the future defense of the city.

O'Suggill is completely loyal to the marchioness and the march, having spilled no small amount of his own blood in its defense. He now searches for some way to bring about the end of the threat that hovers over Istivin. From his past experiences, he believes that the drow are somehow involved, but with no tangible enemy to fight he's growing frustrated. He meets occasionally with his old allies Redmod Dumple (prince of the Dwarven Court) and Prefect Randos (high priest of Zilchus) to reminisce and discuss strategy for combating the evils afflicting the city. Despite his duties, O'Suggill still considers himself an adventurer, and is very friendly to others who share his profession.

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"Something was not right in Istivin...More than a few speculated in private that it seemed that the taint of war had brought a touch of the Abyss..."
—*Living Greyhawk Gazetteer*

Touch of the Abyss" is the first in a linked series of three adventures presented before the backdrop of "Istivin: City of Shadows" (see p. 32). The series continues in *Dungeon* #118 and #119. Although these three adventures comprise one overarching story, they can also be run as a stand-alone adventures, as the events within each are fairly self-contained.

The city of Istivin is the capital of the March of Sterich, a tragic nation on the western edge of the Flanaess. The *Living Greyhawk Gazetteer* provides useful information on this region, but is not necessary for play. Although "Touch of the Abyss" is set in the World of Greyhawk, you can adapt the adventure to another campaign setting fairly easily, as all of the action takes place within the city itself.

"Touch of the Abyss" is designed for four 11th-level characters. It involves a fair amount of investigation and several atmospheric encounters intended to introduce the players to the troubled city of Istivin. As mysteries grow, however, plenty of opportunities for combat and strategy emerge from the city's darkened shadows.

Adventure Background

Eons ago, a terrible entity known as the Malgoth ruled over several layers of the Abyss. Its power was great, and rivaled that of the gods themselves. So powerful was the Malgoth that a consortium of seven demon lords and princes laid aside their hatred of each other to mount a fantastic assault on the entity's haunted realm. They destroyed its physical form and dispersed its being throughout the countless layers of the Abyss, but at a terrible cost. The battle had depleted their strength and resources. Other demons seized their realms, and soon thereafter destroyed the members of the consortium as well. Thousands of years passed, and these seven demons were eventually forgotten, as was the Malgoth itself. Yet the Malgoth's power was so great that something remained of its terrible essence. It was without physical substance, a formless entity wandering beneath the notice of the Abyssal rulers. And for countless years it remained in this state, until a singular opportunity presented itself.

Eighteen years ago, a foul curse fell upon the capital city of Istivin—the earl's citadel and a good portion of the city was swallowed in an immense black hemisphere of shadowy force. This black bubble was the physical manifestation of an attempt by the demon-queen Lolth to absorb the world of Oerth into her Demonweb on the Abyss. This event did not go unnoticed by the Malgoth. Insubstantial and unseen, it crept through the Demonweb and under Lolth's nose, settling into the very foundations of the cursed city of Istivin. When Lolth was defeated by a stalwart band of adventurers, the bubble withdrew back to the Demonweb and returned Istivin to the Material Plane, but the Malgoth remained.

Any Setting
Mid-Level (6-12)
Urban & Dungeon Crawl

A few short years later, the defenders of Sterich fled before the giant and savage humanoid forces of King Galmoor, which quickly seized the whole of the land. Amongst the giant-king's retinue was his chief advisor, a frost giant cleric of the demon lord Kostchtchie named Ilkharis. Not long after settling in Istivin, the Malgoth gained enough power to invade Ilkharis' dreams. Disillusioned with Kostchtchie, Ilkharis quickly fell under the Malgoth's spell and swore loyalty to the powerful Abyssal entity. At its bidding, Ilkharis had his underlings seize King Galmoor and brought the giant monarch to the city square. By sacrificing the king in the Malgoth's name in the town square, Ilkharis provided a focus for the Malgoth's essence. The ground swallowed Galmoor's corpse. The monstrous armies, overcome with fear, fled into the countryside. Not long after, heroes liberated many of the giant-held cities of Sterich, and Ilkharis fled Istivin to avoid capture and execution.

When the forces of Sterich reoccupied Istivin, they found it hauntingly deserted. Though they celebrated its liberation, a vague new sense of despair and bitterness seemed to pervade the atmosphere. Good will between neighbors seemed to disappear, and tempers began to flare unaccountably into violence. Greedy nobles and con artists started to grab up land and titles lost to others during the war, contributing to the overall tension.

Now, mysterious accidents and deaths occur with increasing frequency. Incidences of madness are on the rise. Many people have disappeared in the night, including Marquis Querchard. The streets are deserted after dark. The citizens of Istivin feel something is wrong with their city, but they don't consciously realize it.

Worse, after several years, drow worshiping the Queen of the Demonweb Pits again turned their attention to Istivin. The dark elves established a strong base of operations in the city, and have developed elaborate and effective deep cover identities. They have found the miasma of despair and gloom in Istivin much to their advantage, for its citizens are less likely to notice their presence as a result. At the same time, the dark elves' hidden invasion has challenged the Malgoth's spiritual dominance over the city, and has slowed its evolution significantly. The Malgoth's current desire is to assassinate the leader of these drow in order to reestablish its dominance, yet it has little idea of where to start. It has been sending lesser minions of Abyssal shadow against what drow forces it could locate. For their part, the drow are unsure who or what is sending these creatures after them. For now, a state of underworld conflict exists between the Malgoth's minions and drow, a hidden war fought beyond the knowledge of the general population that has brought the mysterious forces that haunt the city to a boiling point.

Adventure Synopsis

The adventure begins as the party arrives in Istivin. As they get to know the city, they experience first-hand the "wrongness" that pervades it. Eventually, the characters are awoken late one night by a commotion—the city watch is attempting to apprehend a raving lunatic. In the altercation, the madman uses some startling magical powers that should prompt the PCs to intervene in order to save the outmatched watchmen and capture the perpetrator. Later, the party receives a summons from the sage Algorthas the Seer, who speaks to them of the problem tainting Istivin and directs them to investigate Krelont Keep's dungeons and uncover a great threat to the city.

Entering Krelont Keep via the sewers, the PCs gain access to its deepest dungeon level only to find it haunted by malign undead creatures. Worse, the PCs discover another wretched inhabitant of the dungeon, the missing Marquis Querchard! Istivin's former ruler has become a powerful servant of the Malgoth who slew the dungeon's guards, allowing the Malgoth's presence to seep into their bodies and animate them as greater shadows. After defeating the marquis and the undead, the party learns about the Malgoth itself, and that a frost giant named Ilkharis may hold the knowledge to defeat it. Upon their departure from the dungeons, the Malgoth sends minions to destroy the PCs before they can escape the city in search of the elusive frost giant cleric.

Adventure Hooks

"Touch of the Abyss" starts somewhat unusually for a D&D adventure. Long before the PCs get the mission to infiltrate Krelont Keep's dungeon, they have several encounters with the Malgoth's growing influence. These encounters can occur whenever the DM desires, and at whatever pace he feels is correct. The only problem, of course, is how to get the PCs to Istivin if they aren't there already. Following are a few suggestions.

- One of the player characters is a minor noble of Sterich or Keoland (the neighboring kingdom to which Sterich is a vassal). They may have participated in the liberation of the countryside from the savage humanoid and giant raiders; in any case, they have now traveled to Istivin to stake claims for title and land with the marchioness.
- Not all the nobles who make land-grabs during Sterich's rebuilding are honest—many of them are simply opportunistic. The PCs may hear that "land is free for the taking" in Sterich, as long as one can make a case for its ownership to the marchioness. Alternately, the PCs may be hired by a minor noble to represent his family in reclaiming land that has been stolen by greedy adventurers or con men.
- A retired adventurer who fought in the war against the giants years ago hires the PCs to travel to Istivin to track down some item he lost, complete some unfinished business from a prior adventure, or perhaps even avenge the death of one of his allies. Perhaps the adventurer seeks the *Axe of the Keeper* (see The Old Livery in "Istivin: City of Shadows").

If you're running "Touch of the Abyss" as a stand-alone adventure, then a different motivation for the players is needed in order to bring the adventure to a successful conclusion without requiring the completion of the next two adventures in the series. In this case, the Malgoth's presence remains in the city, but the quest to remove its foul influence is not the party's ultimate goal. Run the adventure as written, but omit "A Summons From the Seer." The party is instead quietly approached by the Council of Barons. The council is convinced that the marchioness is behind the troubles in Istivin and that the marquis is alive and imprisoned in the Deep Dungeons of Krelont Keep. For a reward of 10,000 gp (or the equivalent in magic items), they ask the heroes to infiltrate the dungeons through a little-known sewer entrance. Their assessment of the marquis's location is pure serendipity, and they have no real understanding of the true threat to Istivin. How the PCs handle the insane marquis in this case can become an adventure in itself!

Chapter One: City of Shadows

Sterich is a country with a troubled past—a past steeped in blood and violence. Despite its grim history, Sterich is also one of the oldest civilizations of the Flanaess. It existed as a vassal state of Keoland several centuries before the crowning of the first overking in Rauxes. As the capital of Sterich, Istivin has been at the heart of the nation's troubles throughout. Unfortunately for Istivin's current inhabitants, the city seems to have inherited a double portion of misfortune of late.

Istivin is in a state of paranoia inspired by feuding nobles in the day and enforced by something dark and unexplainable in the night. Fights break out, deadly accidents occur, people go mad, and citizens disappear with increasing regularity. The streets stand deserted after dark and watch patrols are scarce, rarely responding to cries for help. It doesn't take newcomers to the city long to realize that Istivin is a broken place.

The ruler of Istivin, Marquis Querchard, is missing. His wife, Marchioness Resbin Dren Emondav, stepped in to fill her missing husband's shoes. This large-framed, no-nonsense woman has attempted to take the city by a tight rein to end the current crisis. She is intelligent, though lacking in imagination, and sees the absolute rule of law as the answer to Istivin's troubles, yet she fears the madness lurking in Istivin's alleys as much as anyone. To this end, she remains holed-up in Krelont Keep issuing decrees to battle the parasitic gentry plaguing the city by day and the unknown terrors of the night. The city watch does what it can during the day to enforce her edicts, but their resolve is weakening rapidly.

The city's current edicts include laws barring the entry of all unauthorized personnel into Krelont Keep and the military citadels of the city to prevent sabotage. Strangers and citizens alike are rudely rebuffed by contingents of heavily armed guards stationed at the entrances to these buildings. Individuals caught impersonating nobles of Sterich or Keoland face short trials and quick executions. Those caught inciting violence through word or deed face long sentences in the city gaols. Anyone suspected of succumbing to madness can be arrested and detained indefinitely for "the safety of the March"; what defines "madness" is left dangerously vague. An unofficial curfew of nightfall is rarely enforced. Istivin is not a despotic, tyrannical city, but to the uninitiated it may appear that way.

For the first chapter of this adventure, let the PCs explore Istivin as they please. They can shop for magic, make contact with local guilds, or take care of whatever business it is that brought them to the city. As the days wear on, run the following events to give the characters a feel for the city. The events can take place over one day or several days as you see fit. During this time, the characters can familiarize themselves with the city's layout, its laws, and learn some of the rumors detailed below. These events can take place in any order, but "Blind Man's Bluff" should take place first and "The Madman" should take place last.

Finally, keep in mind that once the PCs enter Istivin, they are under the Malgoth's influence. Review the Appendix for infor-

mation on this formless entity and how it affects the PCs.

Rumors in Istivin

As the PCs interact with Istivin's citizens or ask around for the latest news, they can turn up some disturbing rumors. With a successful DC 15 Gather Information check, a PC can learn one of the rumors on the Rumors in Istivin chart. You can either roll 1d20 to determine the rumor randomly or simply pick one that strikes your fancy.

Rumors in Istivin

d20 Roll	Result
1–4	Ever since the war there's been something wrong with Istivin. Buildings cast longer shadows than they used to.
5–7	Citizens of Istivin are more violent than they used to be. Where once petty grievances could pass almost unnoticed, tempers now flare and fisticuffs break out.
8–9	A rash of fires has struck the homes of several prominent clerics. No one has been hurt, but the fires seem too targeted to be anything but arson.
10–11	I hear that the marchioness is drafting a new edict—one that bars citizens from bearing arms. I tell you what. I'll be deep in the dirt before they get my crossbow away from me!
12–13	People have been vanishing off the streets at night. There are never any signs of violence and no ransom demands are ever received. It's like they just step off the face of Oerth. Marquis Querchard, ruler of Istivin and of all Sterich, is among those missing, but the government still isn't doing anything about it!
14–15	Marchioness Resbin Dren Emondav hasn't left the Keep for weeks, yet every day there seems to be some new edict or law posted. My guess? She's behind all this trouble—they say she's a witch from the fabled land of Zahind, southwest across the treacherous Sea of Dust!
16–17	Iconic statuary decorating the outer walls of Pelor's House of Radiance broke away and crushed several children playing on the steps below. Poor little runts!
18–19	Madness is on the rise. Many people experience bad dreams and night terrors, but more and more of them are losing the ability to tell these nightmares apart from reality. Some people board up their touched kin in attics or cellars, but more than a few end up on the street. They don't stay on the streets for long, though... but who knows where they go?
20	The desiccated bodies of five drow were discovered in the heart of the city. They were mutilated, but the robes they wore were definitely those of nobility. The city watch hushed it up and destroyed the bodies, but not before my cousin's friend saw the whole thing. He's gone now too... vanished only three nights ago. I gotta get out of this city!

The Malgoth

The current troubles in Istivin are primarily attributable to an Abyssal presence called the Malgoth, a malevolent, alien entity originating from somewhere in the deepest recesses of the Abyss. A pall of despair and menace hangs over the city where the Malgoth's essence lurks, infusing the very foundations of the buildings and cobbles of the streets. Certain sensitive individuals feel its presence especially keenly and are the first to succumb to the madness haunting Istivin.

Everyone within Istivin has grown to expect nightmares of twisted creatures menacing from the shadows every night. Usually, these dreams are little more than night terrors, but once a month, those in the city experience particularly horrifying dreams. Visitors to Istivin always receive a dream of this magnitude on their first night, but no more than once per month if they visit multiple times during that time. Upon waking from these dreams, the character must make a Will save (DC 12) or suffer 1 point of Wisdom drain. Wisdom drain ceases when the victim reaches a score of 2, at which point he is considered insane. The city's gaols are full of these victims, though the Malgoth has not yet used them in any concerted way.

The Malgoth does not have a physical form, nor does it have statistics. It's more of an abstraction than an actual creature at this stage, and as such it cannot be killed or banished by conventional means. Nevertheless, it can affect the physical world by manifesting Abyssal energies in short bursts. Its use of these abilities is chaotic, almost random, much like its Abyssal nature. As the Malgoth's power grows, it gains more powers it can use as well (see DUNGEON #119). These abilities function at Caster Level 20.

- Once per day, the Malgoth can create a *dominate person* effect on any creature that currently suffers Wisdom drain from its dreams. This effect lasts for a maximum duration of 1 hour, and the victim retains no memories of his actions while dominated. Likewise, the Malgoth does not gain access to the victim's memories while it dominates him. A successful DC 20 Will save negates the domination attempt.
- As long as the Malgoth has an active "Voice," it can channel Abyssal shadow through the Voice and into the body of any humanoid creature the Voice has killed in the last minute. This energy immediately creates a greater shadow under the Malgoth's control; the Voice can mentally command these shadows as long as they are within 300 feet.

The following two supernatural abilities require the Malgoth to expend a significant portion of its Abyssal energy. Doing so prevents the Malgoth from using any of its supernatural abilities for 24 hours, and allows the citizens of Istivin restful sleep for that time.

- Once per year, the Malgoth can attempt to permanently *dominate* a humanoid and make it its "Voice." To do so, it must first successfully *dominate* the creature a number of successive

times equal to the victim's Charisma score. With the final domination, the Malgoth bends the creature to its will, making it the Malgoth's Voice. The Malgoth can have only one Voice at a time. A Voice of the Malgoth receives the Malgoth Taint special quality (detailed below).

- Once per week, the Malgoth may use *planar ally* to call a demon from the Abyss to do its bidding.

Malgoth Taint (Su): The Malgoth's Voice gains this special quality as a sign of the Malgoth's favor. This taint can be suppressed with antimagic or a successful *dispel magic* or *dispel evil* (although the latter two only suppress it for 1d4 rounds). While active, the taint grants the Voice a +4 profane bonus to his Strength, Dexterity, Constitution, and Charisma. It also grants a profane bonus to saving throws and Armor Class equal to the Voice's current Charisma bonus. The taint also grants knowledge of the Abyssal language. Finally, the taint renders the Voice immune to mind-affecting attacks. These benefits apply to any creature the Voice possesses with *magic jar* or similar magic.

These benefits normally increase the creature's CR by +1, but in this adventure, Querchard's lack of any substantial gear balances these benefits out and keeps his CR at 14. If the Marquis escapes and gains equipment equal to what a 14th-level NPC should normally have, increase his effective CR by +1.

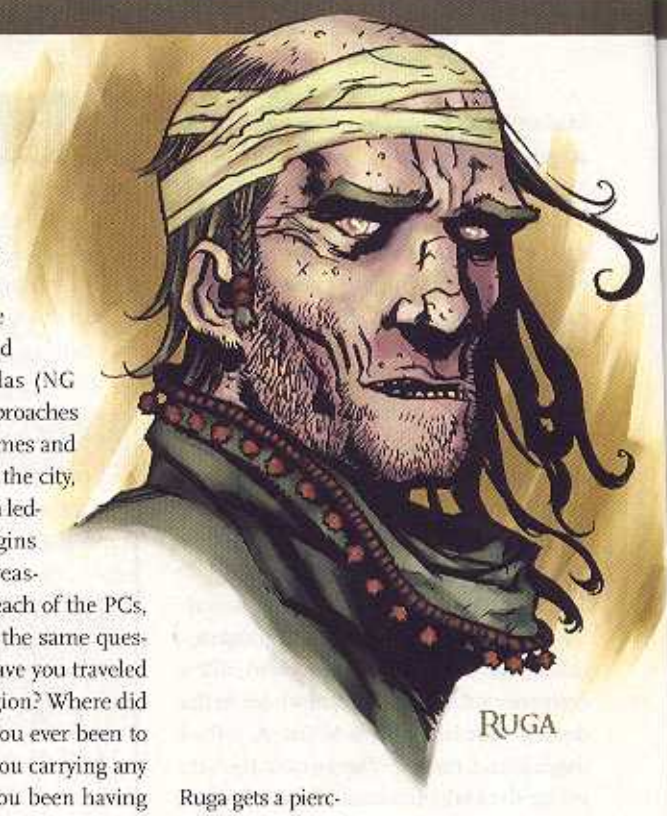
Event 1: Blind Man's Bluff

The looming black basalt walls of Istivin cast long shadows over the tired ground. The sense of foreboding over the city is strange, given the fact that it was spared destruction and remains the vibrant trade center of these reclaimed lands. Something about those dark walls, and the way the gate towers seem to frown down upon the line of travelers and merchants seeking entry to the city seems chilling. The mood is not lightened by the center gate tower's menacing granite cornerstone in the shape of four massive wolves.

The PCs have a wait of 1d4 hours before the gate guard gets to them; the process of interviewing and examining those who seek entrance into the city is quite involved (mostly due to the overwhelming number of questions the marchioness demands the guards ask). Eventually, a tired guard named Emil Tandalas (NG male human warrior 3) approaches the group. He asks their names and the purpose of their visit to the city, recording the responses in a ledger he carries. He then begins asking a number of increasingly strange questions of each of the PCs, and doesn't necessarily ask the same questions of each. "How long have you traveled together? What is your religion? Where did you get that armor? Have you ever been to Saltmarsh? Why not? Are you carrying any unpreserved meat? Have you been having nightmares lately? What are they about? Have you ever killed a dragon? Have you ever been killed? Have you ever been hurt by the undead? How many torches are you carrying? How about gold? Where were those coins minted? Why haven't you spent them yet?" Keep asking questions like these until the players seem to be growing uncomfortable before nodding and allowing them to enter the city. The answers shouldn't influence Emil's appraisal of their honesty unless the PCs deliberately act suspicious, in which case they'll need to seek less legal methods of slinking into the city.

Once the PCs pass through the gate, they spy Gate Square ahead. Dozens of beggars huddle within, some of them maimed veterans of the recent wars. One character feels a tug at the hem of his cloak and finds an elderly blind man addressing him. This is Ruga (N male human commoner 1), a failed farmer who has begged at Istivin's gates for years. He has a reputation as a mystic, and is actually the sometime recipient of legitimate portents. On rare occasions, Algorthas the Seer has surreptitiously traveled to the gates to consult with the old man for his unique insights.

Ruga asks the character in question if he can part with a copper for an old blind man. Ruga's blindness is a congenital affliction. If the PCs use *remove blindness* to heal him, his eyesight fails again over the course of a few days. If given a few coins or otherwise aided,



RUGA

Ruga gets a piercing look in his sightless eyes and quickly whispers, "Beware. It is always watching," before walking away. If questioned further, he seems befuddled and genuinely confused. He has just received a vision and has no idea what he was talking about. He only wishes to get back to the gate to continue his begging. Anyone accosting Ruga draws the ire of the watchmen at the gates.

Event 2: Flowers for Pelor (EL 4)

As the cultural and economic center of town, the party should eventually visit Qualtaine Square, if only to buy and sell magic items or to secure lodging. This event occurs the first time the party enters the square.

Bounded by three gates, warehouses to the northwest, and tenements to the east, Qualtaine Square bustles with traffic. Several businesses and temples alike face the square, with swarms of customers and worshipers milling before them. Yet all this is dwarfed by the cathedral that looms to the northeast. The largest and most beautiful structure in town, the temple's walls are festooned with statuary and glittering golden inlay. An intricate bell tower rises above the main entrance and prominently displays the sun-shaped symbol of Pelor. At the south side of the temple is a network of scaffolding swarming with laborers making repairs to some of the iconic statues. Hundreds of flowers and bouquets lie in heaps on the

ground below. Nearby, an old woman wrestles with a handcart piled with bouquets of wildflowers obviously gathered from outside the city. As pedestrians move around her, she calls out "Flowers for Pelor?"

The workers on the scaffolds and the mounds of flowers below testify to a recent tragedy. Five children were killed when three of the statues slipped from the moorings set in the temple walls and fell, crushing the children at play below. The workmen are placing new statues and reinforcing the niches to prevent any such accidents from occurring in the future. Mournful citizens leave flowers daily in tribute to the innocent lives lost during the repairs. The flower vendor sells bouquets for 5 cp each for passers-by to show their support.

A few moments after the PCs arrive on the scene, a loud crack echoes across the square. A successful Listen check (DC 15) allows the PCs to narrow the source of the loud noise down to the area of the scaffolding. A successful Spot check (DC 20) reveals that a wooden support at one end of the scaffold is about to give way as a heavy stone block begins sliding out of the façade of the building, and that one of the workers is directly below it. Characters with at least 5 ranks in Knowledge (architecture and engineering) gain a +2 synergy bonus on both these Listen and Spot checks.

At this point, have all the PCs make initiative checks. Assume that they are about 40 feet away from the endangered worker. The block falls at initiative count 0; if none of the PCs have yet noticed the source of the danger they can make a second Listen or Spot check to notice it on their turn. When the block falls, anyone below must make a successful Reflex save (DC 20) to avoid being struck for 8d6 points of damage. A successful save negates the damage entirely. The worker is a man named Cyram (LG male human expert 3), with only 11 hit points and a Reflex save of +1, so unless the PCs intervene, chances are the block will crush him to death when it falls.

If the PCs shout a warning to Cyram, he gains a +4 circumstance bonus on his Reflex saving throw. Other actions might help as well. *Telekinesis* can pull either Cyram (who weighs 180 pounds) or the block (which weighs 550 pounds) out of the way. A fast PC might be able to reach him and use magic like *dimension door* to get to safety. The bull rush action can also be used to push him out of the way. If the PCs save Cyram, he thanks them profusely. Although he has nothing to offer as a reward, he's lived in Istivin his whole life and can serve as an excellent guide or source of information for the PCs.

This "accident" is yet another example of the Malgoth exerting its will on the city. It was able to influence a mass of termites, forcing them to weaken key joints on the wooden scaffolding. If a character examines the scaffolding after the accident and makes a DC 20 Knowledge (nature) check, he realizes that the highly localized nature of the termite infestation is quite unnatural.

Ad-Hoc Experience Award: If good or lawful PCs rescue Cyram, award them experience points as if they had defeated a CR 7 creature.

Event 3: Blood & Ale (EL 4)

This event can occur whenever the PCs are relaxing at a tavern; begin the event by reading the following.

Though crowded and doing good business, the patrons of this tavern seem introverted and withdrawn. Most seem to be alone and engrossed in their drinks or in small groups studiously ignoring everyone else. What conversations are taking place are little more than whispered, terse discussions at only a few tables near the wall. Despite the silence, the tension in the room hovers on a knife's edge—everyone seems to be watching everyone else surreptitiously.

Creatures: A few moments later, a human tanner named Olaf rises from a table near the PCs and heads toward the bar to settle his tab. As he passes another table, a mug of ale spills on a patron seated there. A successful DC 25 Spot check is enough for a PC to notice that the mug seemed to slide several inches across the table to spill on a man seated at the table. Unfortunately, no one else notices the ale move on its own. In a flash, the man (a human leatherworker named Dracus) is on his feet and railing at Olaf for bumping his drink. Olaf denies the accusation, but rises to the challenge as his own voice turns harsh with anger.

At this point, have the PCs roll for initiative; you should roll for Olaf and Dracus as well, since the PCs have until one of these two takes their action to prevent a bar brawl.

Olaf and Dracus, Male human expert 2 (2): CR 1; Medium humanoid; HD 2d6+4 plus 3; hp 16 each; Init +1; Spd 30 ft.; AC 12, touch 11, flat-footed 11; Base Atk +1; Grp +3; Atk or Full Atk +4 melee (1d4+2/19–20, masterwork dagger); AL N; SV Fort +2, Ref +1, Will +3; Str 14, Dex 13, Con 15, Int 12, Wis 10, Cha 8.

Skills: Appraise +6, Bluff +4, Craft (leatherworking) +6, Diplomacy +1, Disguise –1 (+1 acting), Gather Information +6, Handle Animal +4, Knowledge (local) +6, Knowledge (nature) +6, Profession (tanner) +5.

Feats: Endurance, Toughness.

Languages: Common, Dwarven.

Possessions: Padded armor, masterwork dagger, 25 gp.

Tactics: In the mindless rage fueled by the Malgoth's taint, both men attack each other on their initiative unless the PCs can defuse the situation. There's no time for Diplomacy or Intimidate (since even rushed, these skill checks take a full round) but magic can stop the fight before it begins, as can grappling both the men before they attack. Once a fight breaks out, the two seek only to kill each other. Aside from moving out of the way if they're too close to the fight, the other patrons of the bar react with disturbing apathy. No one steps in to stop it, and almost more disturbingly, no one joins the fight either.

Development: Unless the party intervenes, it's likely that one of the two men kills the other. The victor's mind clears almost instantly and he realizes what he did. In a panic, he tries to flee the city. A city watch patrol of five 2nd-level warriors led by a 3rd-level fighter sergeant eventually arrives, far too late to do anything about it unless the PCs intervened. They question the patrons and the PCs about the event; if there's a dead body, they take it into custody and say that they'll start searching for the killer the next day.

Ad-Hoc Experience Award: If good or lawful characters manage to save both Olaf and Dracus, award them experience as if they had defeated a CR 7 creature.

Event 4: The Madman (EL 8)

This event occurs late in the night. If the PCs are asleep, the event takes place in an

alleyway below their window. If the PCs are awake, the event should take place in a nearby alleyway. The event begins as a shrill cry cuts through the night; the cry is almost immediately followed by several shouts and the sound of breaking glass. A successful Listen check (DC 10) is enough to indicate that the sounds came from a nearby alleyway about 30 feet away.

Creatures: The shouts are from several city watchmen who are trying to capture a crazed-looking man; one of the watchmen has been pushed by the madman against a now-broken window. If the PCs intervene, the guards are grateful for the help but are quick to ask them to try to avoid killing the madman.

Of course, there's more here than meets the eye. The "madman" is actually a guard from the Deeper Dungeons below Krelont Keep where the marquis of Sterich is kept imprisoned. Finally succumbing fully to the Malgoth's whispers, Marquis Querchard made his first attempt to assassinate the hidden drow leader by casting *magic jar* to possess the body of a guard stationed in the Deeper Dungeons, one Alanar Kane, and left the dungeons with ease. His equally Malgoth-tainted familiar, a raven named Selista, accompanied the possessed guard, clutching the *magic jar* receptacle (Querchard's ring) in its talons. Once out of the keep and into the streets, Querchard's lingering ego used *disguise self* to alter the possessed guard's appearance to match the his own. Unfortunately, he had not progressed far in his investigations before a group of city guards noticed him and tried to get him to return home. Marquis Querchard has no intention of doing so, and his insanity and rage got the better of him and forced him to attack.

Aside from *disguise self* and *magic jar*, the Marquis has cast *mage armor* as well. This reduction in remaining spells available to cast is noted in the stat block below.

Alanar Kane, Male human fighter 3 (possessed by Marquis Querchard): CR 8; Medium humanoid; HD 3d10+12; hp 33; Init +7; Spd 30 ft.; AC 23, touch 19, flat-footed 20; Base Atk +7; Grp +11; Atk +11 melee (1d3+4 nonlethal, unarmed strike); Full Atk +11/+6 melee (1d3+4, unarmed strike); SA bardic music, *fascinate*, inspire courage +1, spells; SQ bardic knowledge +5, countersong, Malgoth's taint (see p. 47); AL CE; SV Fort +12, Ref +13, Will +12; Str 19, Dex 17, Con 18, Int 18, Wis 3, Cha 22.

Skills: Bluff +23, Concentration +21, Diplomacy +25, Disguise +6 (+8 acting), Gather Information +11, Intimidate +13, Knowledge (arcana) +21, Knowledge (nobility and royalty) +12, Listen +2, Perform (sing) +10, Sense Motive +3, Spellcraft +23, Spot +2.

Feats: Alertness, Combat Expertise, Improved Disarm, Improved Initiative, Iron Will, Negotiator, Weapon Finesse.

Languages: Abyssal, Common, Dwarven, Elven, Gnome, Halfling.

Bard Spells Known (caster level 1; 2): 0—*flare* (DC 16), *lullaby* (DC 16), *mending*, *prestidigitation*.

*Sorcerer Spells Known** (caster level 12; 6/6/8/7/7/5/4): 0—*dancing lights*, *detect magic*, *disrupt undead* (+10 ranged touch), *mage hand*, *ray of frost* (+10 ranged touch); 1st—*cause fear* (DC 17), *chill touch* (+10 touch, DC 17), *disguise self*, *mage armor*, *ray of enfeeblement* (+10 ranged touch); 2nd—*mirror image*, *resist energy*, *spectral hand*; 3rd—*vampiric touch* (+10 touch);

4th—*enervation* (+10 ranged touch); 5th—*cloudkill* (DC 21); 6th—*eyebite* (DC 22).

*Spells Marquis Querchard cannot cast while possessing Alanar (due to missing material components) are not listed here; for a full list of the spells known by the marquis, see area 11.

City Watchmen, Human fighter 2 (5): CR 3; Medium humanoid; HD 2d10+4+3; hp 22 each; Init +1; Spd 20 ft.; AC 18, touch 11, flat-footed 17; Base Atk +2; Grp +4; Atk or Full Atk +6 melee (1d10+2, masterwork bastard sword) or +4 ranged (1d8/19–20, masterwork light crossbow); AL LN; SV Fort +5, Ref +1, Will +1; Str 15, Dex 13, Con 14, Int 10, Wis 12, Cha 8.

Skills: Climb +3, Intimidate +4, Jump –3, Listen +3, Spot +3.

Feats: Alertness, Exotic Weapon (bastard sword), Toughness, Weapon Focus (bastard sword).

Language: Common.

Possessions: Masterwork chainmail, masterwork bastard sword, masterwork heavy steel shield, masterwork light crossbow with 20 bolts, 2 potions of *cure moderate wounds*.

Tactics: The marquis starts the combat surrounded by guards. He uses Concentration to cast on the defensive; given the situation he uses *cloudkill* to murder the guards (any guards caught in the cloud are immediately slain), but he's careful to not catch his own possessed body in the *cloudkill*. If any guards somehow manage to survive this spell, he uses *enervation* to finish them off.

The watchmen try to grapple the possessed guard and pin him long enough to get manacles on him, but if at least half their number dies, they try to flee.

Of course, *cloudkill* can seep into buildings through open windows and doors; this combat has the potential to kill many innocent bystanders if the PCs aren't quick enough.

If things turn sour, the marquis does what he can to kill his possessed body (preferably by casting another *cloudkill* centered on himself). Once he dies, his soul returns to the *magic jar* receptacle, which is carried by his familiar (who flies in circles above the fight, but is careful to remain at no further than 200 feet to ensure the receptacle remains in range of its master's soul). Once the familiar sees the possessed guard die, it flies back to the Deeper Dungeons so that Querchard can return to his body.

Development: If any of the watch survive the fight, they aren't quite sure what to do with the captured madman, especially if his personality suddenly changes (as Marquis Querchard leaves his body) or his appearance changes (once his *disguise self* spell vanishes). If the guard survives, he refuses to talk since the marchioness has forbidden any of her employees from speaking about what goes on in the Deeper Dungeons.

Chances of recognizing the disguised guard as Marquis Querchard are remote, since the man has changed greatly in appearance since his imprisonment. Only a successful DC 30 Knowledge (nobility and royalty) check suggests the truth.

This adventure assumes that the possessed guard dies, although a resourceful party might manage to save him or might *speak with dead*. In any case, he's too horrified at the repercussions for having failed the marchioness, and refuses any offers to come back to life.

Chapter Two: The Deeper Dungeons

At this point, the adventure can progress in one of two ways. If Alanar was killed and the PCs turned his body over to the city watch, they'll be contacted late the next morning by someone named Algorthas the Seer. A successful DC 15 Knowledge (local) check reveals Algorthas to be a respected scholar and sage who lives on Brink's Hill, just outside the city walls. Algorthas has been quietly observing and cataloging the strange events in Istivin, and when he learns of Alanar's attack on the city watch and the PCs, he finally puts it all together and contacts the PCs to talk to them about his discoveries. If Alanar wasn't killed (or if the PCs use *speak with dead* to interrogate his remains), the PCs can learn much of what Algorthas would otherwise tell them direct from the source.

Interviewing Alanar

If alive, Alanar is reticent to speak. He fears reprisal (rightfully so) from the marchioness if she finds out he failed to guard the Deeper Dungeons. His initial attitude is unfriendly, and he won't talk unless he's made friendly or helpful.

If made friendly (DC 25), Alanar admits to being one of the Krelont Keep guards, but says little more other than to repeatedly beg to be released; "I didn't do those things! I can't even cast spells! It was something else... something invaded my mind! I'm just a guard!" If made helpful (DC 40), he admits that he worked in the dungeons below the keep, and that the marchioness keeps some unusual prisoners down there. Unfortunately for the PCs, he's never actually been in the Deeper Dungeons; Marquis Querchard chose him due to his ignorance so that if he were captured he wouldn't be able to give up too much information. He begs to be given shelter or to be smuggled out of the city to escape the punishment that surely awaits him back at the keep; if the PCs agree to his terms, he tells them that he recognized the voice in his head as one he periodically heard drifting up from the Deeper Dungeons—the voice of a madman.

If the PCs decide to wait until later to interview Alanar, they're out of luck. The marchioness's men have tracked him down and taken him back into custody in the keep. His exact fate remains a mystery, but he is certainly not seen again by his friends or fellow guards.

If the PCs wish to investigate the Deeper Dungeons, little research is needed to discover that Krelont Keep is swarming with guards who are unlikely to allow visitors into the dungeon's deepest levels. Let the PCs ask around for a while before the invitation to speak with Algorthas arrives.

Meeting With Algorthas

Algorthas lives in a large manor on Brink's Hill, an upscale district beyond Istivin's southwest walls. After the PCs display their invitation (or state their names) to the gate guard, he bows and escorts them to the aged seer's presence. Algorthas meets the party in a study near the entrance to his home, and addresses them with a raspy, tired voice.

"A pall hangs over Istivin, and I know you have seen the least of its malign influence. The citizens of Istivin have grown used to these strange phenomena over the years. I have been investigating the issue for some time, and have learned some most disturbing things. I believe that an Abyssal

presence grows within this city. I don't know exactly what it is, but it is slowly spreading and could eventually threaten all of Sterich and beyond. Since her husband vanished, the marchioness has had her hands full just trying to keep the peace, and I don't believe she has the resources to do anything but fight the symptoms of this Abyssal infection. Worse, I fear that this taint may have already taken root in her heart, so I have not revealed this information to her. But you are new to the city—visitors—and thus by my reckoning more trustworthy.

"I know of your encounter with the madman last night; indeed, this is the main reason that led me to contact you. I have come to believe that this madman is somehow the key to this situation. His name was Alanar Kane, and he worked in the deepest dungeons below Krelont Keep. Dungeons to which no outsiders are allowed access."

The old man trails into silence. Suddenly, his eyes grow wide with twinkling excitement. "If there is one thing more plentiful than mysteries here in Istivin, it's books. Most of the city's noble families keep extensive collections of ancient tomes as a sort of status symbol. The city is a living library.

"In one such tome, I came across a record of the construction of Krelont Keep penned by architects buried ten centuries ago." Algorthas strokes his beard thoughtfully. "I know of a secret way into the keep through an old escape tunnel, an entrance that leads through a sewer pipe and directly into the Deeper Dungeons.

"If you can get in and investigate the dungeons below the keep, I believe you'll learn something of the threat that hovers over Istivin. With any luck, you'll find a way to counter it. But you must hurry; there isn't much time. The presence has been growing stronger with each passing day, far more quickly than in prior months. I fear that we are rapidly approaching a cataclysmic event."

Algorthas is being mostly honest with the PCs; the only thing he doesn't reveal is that some of his information has been supplied by drow agents hiding in the city. Algorthas believes the unknown presence is the greater threat and does not reveal the drow presence, since he fears that such a distraction would keep the PCs from the mission in the Deeper Dungeons. Of course, the drow themselves pose a significant threat to Istivin (as detailed in "Wrath of the Abyss," in *DUNGEON* #119). Algorthas can offer no reward for the party, but assures them that they will surely be well compensated if they save the city.

If the PCs wish, they can use divination spells to research the situation further. Use the results of these spells to steer the PCs toward the Deeper Dungeons and the secret sewer entrance to them; you might also wish to provide some hints as to the type of creatures that lurk in the sewers and Deeper Dungeons, or that their true enemy is more than he seems.

Assuming the PCs agree to investigate the Deeper Dungeons, Algorthas provides verbal directions to a drainage tunnel at the southwest edge of the Effluvium that eventually accesses the oldest and deepest dungeons of the keep.

The Effluvium's pool is out of sight of the keep's watch towers and no homes or businesses are built nearby, so anything the PCs do in the region goes unnoticed unless it involves loud or flashy magic or other pyrotechnics. The Effluvium pool itself is empty of life forms larger than carrion bugs or algae due to the toxicity of its stagnant waters. Anyone who drinks the water (or just falls in) risks catching blinding sickness (see page 292 of the *DUNGEON MASTER'S Guide*).

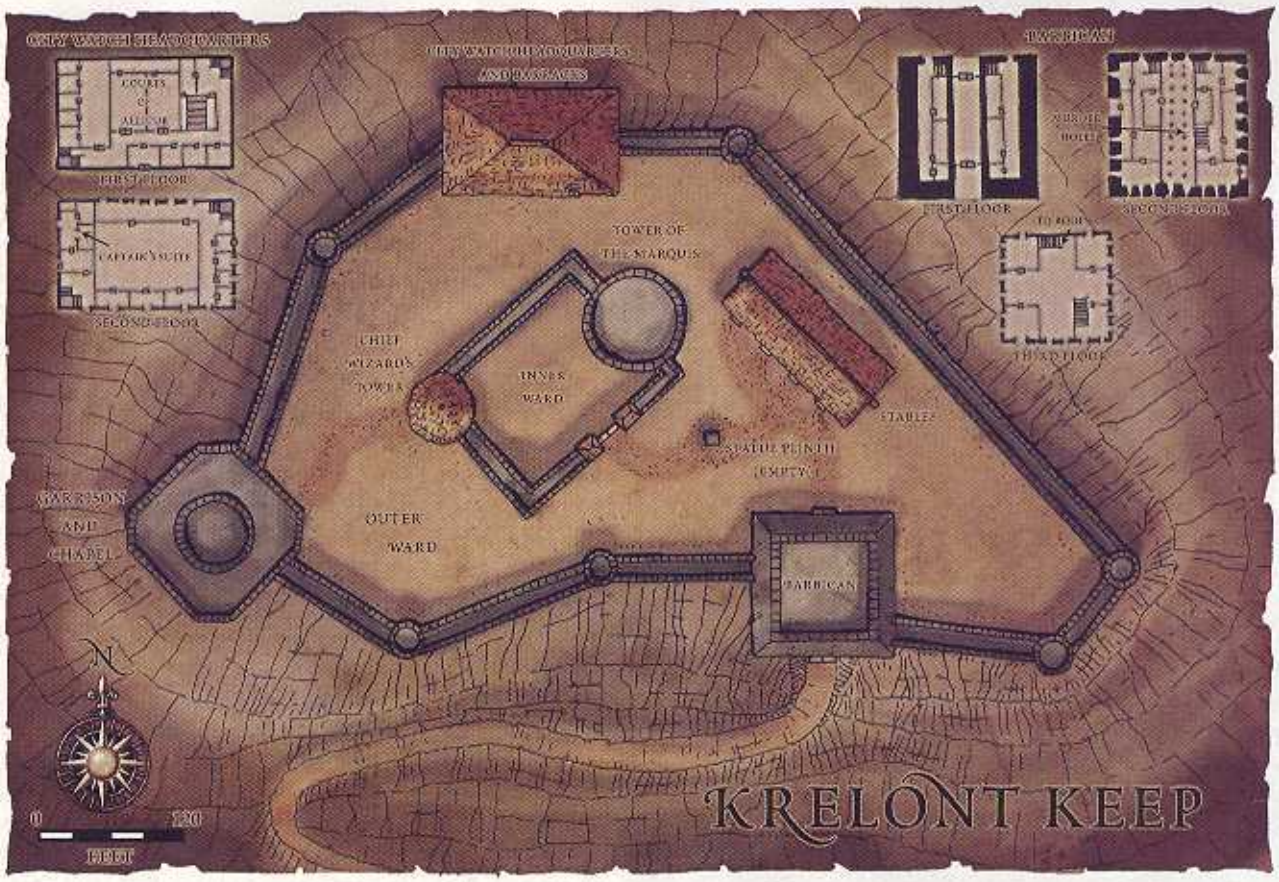
Numerous drainage tunnels open into the Effluvium; only by learning the correct one to take from Algorthas (or via magic) can the PCs hope to locate the one that doubles as an escape tunnel from the keep. The tunnel itself hardly looks inviting; merely 4 feet in diameter, the thick, nasty off-flow that sluices into the Effluvium pool is an affront to both eye and nose. The moist, niter-encrusted, walls slither with things better left in the dark. The tunnel's incline is slight, but the slick surfaces make clambering up it a distinctly unpleasant experience. The journey is only about 500 feet in all, but nevertheless, anyone traversing the disgusting tunnel must make three DC 15 Reflex saving throws. Each failure indicates a particularly painful slip, a jagged cut from a strip of rusted metal, or a similar minor accident that inflicts 1d4 points of damage. Worse, anyone so damaged is exposed to filth fever (see page 292 of the *DUNGEON MASTER'S Guide*).

The Deeper Dungeons

Marquis Querchard has been held in the Deeper Dungeons of Krelont Keep for four years now—ever since he first began to succumb to the Malgoth's whispers. Not understanding the violent and abusive changes in Querchard's personality, Marchioness Emondav spared no expense at having clerics come in to try to cure his madness, yet his insanity proved difficult to cure. Eventually, she had him secured here in an extravagantly appointed cell, paid off the priests handsomely for their silence, and allowed the rumor to spread that the marquis had disappeared to protect him from the shame of his insanity.

Unfortunately, this imprisonment away from distraction and social interaction was just what the Malgoth needed. It still took four years for it to beat down the last shreds of Querchard's will, but the marquis is now completely in thrall to the Abyssal entity. His imprisonment is incidental; as the encounter with the possessed madman shows, it is little matter for Querchard to extend his influence out into the city. His first task set by the Malgoth is to expunge the competition from Istivin. He wants the drow gone from the city's underbelly.

In some ways, the possession of the guard was a trial run, one that the Malgoth views as a success even if the PCs managed to stop him before he did any real damage. As soon as he returned to his body, Querchard used his remaining *cloudkill* spells, sending the deadly vapors out into the halls of the dungeon to kill guards and prisoners alike. As the bodies dropped, the Malgoth infused them with Abyssal energy, causing them to rise as undead menaces that quickly and efficiently slew those in the dungeon who had avoided the poison gas. As more guards descend into the Deeper Dungeons, they are quickly overwhelmed. Soon, Marquis Querchard and his undead thralls will be strong enough to take control of the keep from within, at which point the Malgoth hopes the presence of the drow in the city will become meaningless. Currently, eight greater shadows lurk in the dungeon;


CITY WATCH HEADQUARTERS
CITY WATCH HEADQUARTERS AND BARRACKS
BARBICAN
FIRST FLOOR
SECOND FLOOR
TOWER OF THE MARQUIS
CHIEF WIZARD'S TOWER
INNER WARD
STABLES
STATUE PLINTH (EMPTY)
OUTER WARD
GARRISON AND CHAPEL
BARBICAN
N
0
120
FEET
KRELONT KEEP

KRELONT KEEP
DEEP DUNGEONS
WINCH
GARGOYLE DRAINAGE PIPE
N
WELL OR CISTERN
ONE SQUARE = 10 FEET

keep track of the number that are slain, as the Malgoth cannot replenish their numbers without more bodies and a few more weeks to regain its strength.

Since the Malgoth's creation of undead requires fresh bodies, the PCs have a bit of a grace period before things go too far. If they take their time, though, feel free to have them hear of other possessed guards with unusual spellcasting power manifesting nightly. Querchard can continue to use his *magic jar* spells to possess guards as often as he wants until the PCs stop him.

The walls of the Deeper Dungeons are of reinforced masonry. The floor is made of uneven flagstones spotted with slime and small puddles—not enough to hinder movement, but enough to give the place an unpleasant funk. The ceilings vault to 10 feet overhead unless otherwise noted. A foul odor of mustiness and mildew pervades the entire level. Torches set in rusted wall brackets once provided a shadow-strewn light throughout, but they have been allowed to burn out now that the area's denizens can see in the dark. All wooden doors are iron-bound and have locks. Cell doors are composed of iron bars with locks.

Reinforced Masonry Walls: 1 ft. thick; Hardness 8; hp 180; AC 5; Break DC 45; Climb DC 15.

Strong Wooden Doors: 2 in. thick; Hardness 5; hp 20; AC 5; Break DC 25; Open Lock DC 40.

Iron Gates: 2 in. thick vertical bars spaced 4 in. apart; Hardness 10; hp 60; AC 5; Break DC 25; Open Lock DC 40.

1. Collection Pool (EL 11)

This round chamber vaults to a moss- and mold-encrusted ceiling some 30 feet overhead. Hideous demonic statues roost on the stonework walls 20 feet above. Steady streams of foul water and sewage drain from their open mouths into a pool below. Decades, if not centuries, of debris and detritus have accumulated into large rotten clumps of vegetation and less-identifiable substances spaced throughout the circular chamber. A stone platform rises a foot above the water level to the southwest, providing access to an iron-banded door.

This chamber collects drainage and redirects it to the Effluvium. During rainy weather, this chamber can become quite full, though presently the frothing waters are only 4 feet deep. It costs Medium or larger creatures 4 squares of movement to move through the pool (or they can swim, if they wish). Smaller creatures must swim, and tumbling is impossible in a deep pool for creatures without a swim speed. The water provides cover for Medium or larger creatures; smaller creatures gain improved cover (+8 bonus to AC, +4 bonus on Reflex saves). Medium or larger creatures can crouch as a move action to gain this improved cover. Creatures with improved cover take a –10 penalty on attacks against creatures that aren't also underwater, and their cover is useless against underwater creatures (but see the rules for underwater combat in the *Dungeon Master's Guide*).

The waters here carry the same risk of disease as the waters in the Effluvium. The gargoyles are not animate (yet) and merely reflect the macabre architectural tastes of the keep's original builders.

Creature: This room is guarded by a strange and deadly creature called up from sunless Abyssal depths by the Malgoth—a Gargantuan fiendish reekmurk. Normally found only in the ocean depths, this ooze is as much a manifestation of the Malgoth's evil as it is a creature conjured from an Abyssal ocean. The reekmurk resembles a cloud of roiling black ink when underwater; above water, it resembles a runny black oil slick. When it attacks, it extrudes a thick oily tentacle to lash at its prey, while at the same time forming a tangled thrashing forest of acidic tendrils around its body. The reekmurk is nightmarishly foul smelling, and as it wells up from its hiding spot on the floor of the pool, the wretched stink of the room increases to near intolerable levels. The reekmurk's size is quite large, and normally it lurks in the 20-foot-square area in the southwestern section of the room.

Advanced Fiendish Reekmurk: CR 11; Gargantuan ooze (aquatic, extraplanar); HD 15d10+105; hp 187; Init –7; Spd 40 ft., swim 60 ft.; AC 17, touch 13, flat-footed 10; Base Atk +11; Grp +33; Atk or Full Atk +17 melee (3d6+15 plus 1d6 acid, tentacle); Space/Reach 20 ft./15 ft.; SA acid, poison, smite good 1/day (+15 damage), stench, tendrils; SQ amphibious, blindsight 60 ft., darkvision 60 ft., damage reduction 10/magic, immune to cold, ooze traits, resistance to fire 10, spell resistance 20, sunlight vulnerability; AL NE; SV Fort +12, Ref +12, Will +0; Str 30, Dex 24, Con 25, Int —, Wis 1, Cha 1.

Skills: Hide –5, Swim +18.

Acid (Ex): A reekmurk secretes a potent acid that dissolves organic matter. Any hit by a tentacle deals 1d6 points of additional acid damage. A wooden object struck takes 30 points of acid damage per round. A wooden weapon striking the reekmurk is destroyed immediately unless it succeeds on a Reflex save (DC 15).

Poison (Ex): A reekmurk delivers its poison (Fort save DC 15 negates) each time it deals acid damage to a target. Initial and secondary are the same (1d4 Dex).

Stench (Ex): Any creature within 30 feet of the reekmurk that can smell must make a Fortitude save (DC 15) upon first being exposed to the stench or become nauseated for 1d4 rounds.

Tendrils (Ex): Thousands of hairlike tendrils extend out to the limits of the reekmurk's reach when the creature is active. Any creature within the reekmurk's reach must make a Reflex save (DC 19) each round or take 1d4 points of acid damage (and possible poisoning) from the frenzied tendrils.

Sunlight Vulnerability (Ex): A reekmurk takes 3d6 points of damage each round it is exposed to sunlight. Spells that create sunlight (such as *sunbeam* or *sunburst*) affect reekmurks as if they were vampires.

Tactics: Although massive, the reekmurk has total cover when lurking on the bottom of the pool. When it surges up to attack, its poor Hide check gives anyone who succeeds at an opposed Spot check enough advance warning that they aren't surprised.

Treasure: Hidden in the muck and located with a Search check (DC 23) is a *horn of Valhalla (iron)* lost here years ago by a barbarian during an unsuccessful attempt to break a comrade out of the dungeon.

2. Old Portcullis

A rust-pitted portcullis hangs open above the corridor here. Obviously meant as a

deterrent for invaders trying to enter the keep through the sewers, it appears that it was inadvertently left open at some time in the distant past and has now rusted in place.

The adjacent corridor once served as a guard post and houses the winch for raising and lowering this portcullis. The post is now abandoned, and the winch is rusted in place.

3. Guard Rooms (EL 11)

This guardroom is furnished with a table and a few chairs. The place seems to have been hurriedly abandoned. One chair lies on its side, and dice and cards paused in mid-game are strewn on the table next to a plate of half-eaten cold sausages.

Each of these guard rooms is essentially identical—alter the text above slightly each time the PCs examine one of these rooms. When Querchard unleashed his *cloudkill* spells, the guards heard the horrifying din of dying prisoners and abandoned their posts to investigate. They fell to the *cloudkill* or the freshly animated undead soon thereafter.

Creatures: The first guard room the PCs investigate should be ominously empty. With each additional guard room they enter (or re-enter), there's a cumulative 25% chance of encountering three dungeon guards who have been transformed into greater shadows by the Malgoth. Until the Malgoth is ready to move on the upper levels of the keep, it has forbidden the shadows from ascending the stairs in area 8, but other than that it allows them free run of the dungeons.

Greater Shadows (3): hp 58 each; *Monster Manual* 221.

4. Flooded Stair

Calm, dark water fills this descending stairwell to a point just below the first few risers. The surface is very still, with patches of algae growing on it.

The lowest levels of the dungeons have been flooded and abandoned for years. Exploration of their lightless depths is beyond the scope of this adventure.

5. Oubliettes

Several alcoves open off of this wide, dank corridor. Circular pits, four feet in diameter, open in the floor of these alcoves. Each is filled with water to within a couple feet of the lip, and the iron grates that once capped them have completely rusted away

Each oubliette is 20 feet deep and holds 18 feet of water. They have not been used to contain prisoners in recent years due to the flooding.

6. Storage (EL 11)

These rooms hold only mundane equipment useful in a dungeon, much of it water-damaged due to the ever-present dampness—easily perishable goods are not stored on this level. Items the PCs might find in here include manacles, scourges, pokers, thin straw mattresses, razors, bags of coal, jars of lye, and various straps and chains.

Creatures: There's a 20% chance in each of these rooms of encountering a group of three greater shadows.

Greater Shadows (3): hp 58 each; *Monster Manual* 221.

7. Well Room

A low brick well rises from the floor of this chamber. Bolted to the ceiling above is a pulley for lowering a rope and bucket. The bucket is half-full of water and a dipper rests across its lip.

The well's water is only a couple of feet below floor level. This well supplied water for the occupants of this level, but it has taken on an unpleasant brackish taste since the lower level flooded. The water remains safe to drink.

8. Dungeon Entrance (EL 11)

A rectangular table set with five trays of half-eaten food occupies the center of this room. An equal number of chairs are pulled away from the table as if their occupants left quickly in midmeal. The southwest corner holds a tapped keg, and five flagons rest on the table. A stairway rises to the east beyond a door of closely set iron bars.

This room was once the staging area for new prisoners entering the Deeper Dungeons, and doubled as a breakroom for the guards stationed here. The keg and flagons hold watery ale. The food, while cold, has only been sitting for an hour or so and is still edible. The door to the east is locked.

Creatures: A group of three greater shadows lurks in the corners of this room. Stationed here by the Malgoth as guards against untimely intrusions to this level from above, they quickly and silently move to attack anyone who enters the room. These three greater shadows are not part of the total pool of greater shadows encountered elsewhere in the dungeon. They do not pursue enemies out of this room, and retreat into the walls if attacked with ranged weapons or magic from outside the room.

Greater Shadows (3): hp 58 each; *Monster Manual* 221.

Development: The eastern stair leads up into the keep. After rising 40 feet, it ends at a locked wooden door. Beyond the door are several rooms that serve as barracks for twenty off-duty watchmen (see event 4 for stats) and another stair rising to the upper dungeons above. The occupants of the barracks are both shocked and displeased by the PCs' "invasion" of Krelont Keep and respond with force, sounding an alarm as they attack. An extended battle against the watchmen and the 7th-level wizards and clerics that come to reinforce their efforts in 2d4 rounds after the alarm is raised is beyond the scope of this adventure. Wise characters should avoid entering the upper levels of the keep, lest they spread an alarm and end up fighting the very people they are trying to help.

9. Cell Blocks

Opening off of these dimly lit corridors are several ten-foot by ten-foot cells. Each is closed off by an iron-barred door, although many of these iron doors have been twisted apart into ruin. The cells themselves hold only dirty straw bedding and the occasional set of manacles fixed to the back wall.

These cells have seen little use since Querchard was imprisoned here, in order

to keep his disposition a secret. Only when the dungeon levels above are too crowded, or when a prisoner requires "special" attention, do the guards resort to imprisoning anyone here, and even then they avoid imprisoning anyone near area **11**. Those cells with ruined doors were torn open by Reukalar (the hezrou that lurks in area **10**)—he recently gathered up the bodies of the dead prisoners and transferred them to area **10**.

10. Interrogation Chamber (EL 11)

Implements of torture are spaced about the interior of this room. They appear well-used, if poorly cleaned; most are spotted with old blood stains. Many of them still contain victims—a contorted body lashed to a rack here, a slumped over victim in a spiked cage there. The bodies fill the place with an unpleasant, cloying stink that seems a bit stronger than even the presence of so much death could account for.

Despite being a lawfully aligned land, Sterich's dark history has bred a number of pragmatic leaders who have not been afraid to apply the lash against enemies of the state. This room is a gruesome testimonial to these qualities. The storage area to the south holds items associated with interrogations—spare manacles, iron brands, whips, leather straps, and buckets of clumpy sawdust for absorbing blood. The bodies imprisoned in the torture devices are all prisoners harvested by the Creature that now lives here; a hezrou demon that broke into their cells and stole their bodies for its own demented entertainment.

Creature: The Malgoth has been able to conjure pools of concentrated shadow and create menacing undead for some time, but it was only with Querchard's recent slaughter of the prisoners and guards here that its power has become strong enough to pull actual creatures from the Abyss. At this time, it can only do so by duplicating the effects of a *planar ally* spell.

The first creature called up from the Abyss was a hezrou demon named Reukalar. The hezrou is unsure of what manner of creature called it to the Material Plane, and although the Malgoth has bound it to this area for now, it lets the demon have free reign. For now, the hezrou is content to wander the halls of the Deeper Dungeons collecting dead bodies to torment, eat, and otherwise befoul. It and the greater shadows that lurk here avoid each other, mostly out of respect for the nameless entity that has bound them here, but they won't come to one another's aid. Likewise, the hezrou knows that someone important lives in area **11**, but the Malgoth has specifically forbidden its approach to this area. For now, Reukalar is content to lurk here. If left to its own devices it'll eventually try to escape into the city above, at which point the Malgoth dismisses it back to the Abyss rather than reveal its unseen hand too soon.

Reukalar, male hezrou demon: hp 138; AC 28, touch 11, flat-footed 28; *Monster Manual* 44.

Possessions: Amulet of natural armor +3, ring of protection +2.

Tactics: If Reukalar knows the PCs are on the way (possibly by hearing a nearby battle), he uses *gaseous form* and lurks in a shapeless pool in the southwest corner.

He can still use his spell-like abilities and his stench while gaseous, and does so until the PCs figure out what's going on and start to attack him. At this point, he resumes solid form and attacks with his bite and claws. Although bound to this dungeon, he can still use *greater teleport* to escape to other areas of the dungeon if things turn grim.

11. Residence of the Marquis (EL 14)

A large, brightly lit cell opens up from the corridor here. Its interior decor is shocking—plush carpets, fine wall hangings and portraits, and furnishings of the finest teaks and mahogany give the place the feel of a private room in an high-class inn. A large throne of painstakingly crafted bronzewood rests in the center of the cell on a low dais facing the corridor, and a portrait hanging on the back wall depicts a regal-looking man wearing royal robes. Even the air smells clean and fresh.

This cell is outfitted as a throne room. The portrait on the wall is of Marquis Querchard in happier times—his wife hoped that this constant reminder would serve as a beacon of sorts for his mind to cling to. A successful DC 15 Knowledge (nobility and royalty) check correctly identifies the marquis in the portrait.

Although the accoutrements in this cell are all of the highest quality, closer examination reveals that all have been subtly defaced or vandalized. Ink stains and writing cover carpets and tapestries where Querchard has been haphazardly recording his "memoirs." Examination of these writings finds most of them to be nonsensical or completely illegible. However, those that can be read reveal a writer with a deeply disturbed mind. The more one reads, the more evident it becomes that Querchard believes he has sold his soul to some creature or entity he calls only the "Dark Master." While Querchard's condition is a sad state of affairs, it is readily evident from his writings that he has irreversibly succumbed to total evil and depravity.

Creatures: After the PCs defeated his possessed proxy in event 4, Querchard's familiar brought his *magic jar* receptacle back to the castle walls above, but hasn't yet been able to make its way back into the Deeper Dungeons yet. Nevertheless, the surface above is less than 200 feet from this area, close enough for Querchard's soul to return to his body. In the time since, the marquis has been fully subsumed by the Malgoth's influence. He is now just a mortal shell holding the Malgoth's power and is serving as the Malgoth's "Voice" in Istivin.

Querchard now patiently waits for the Malgoth to rebuild its power before he plans to lead the hezrou and the greater shadows up into the keep above to collect more bodies for new undead soldiers. Until then, he spends his hours lounging on his throne or scribbling more insane rantings on his walls.

The "Mad Marquis" Querchard, Voice of the Malgoth, Male human bard 1/fighter 1/sorcerer 12: CR 14; Medium humanoid; HD 1d6+4 plus 1d10+4 plus 12d4+48; hp 97; Init +9; Spd 30 ft.; AC 21, touch 21, flat-footed 16; Base Atk +7; Grp +10; Atk +14 melee (1d4+5/19–20, *+2 dagger*); Full Atk +14/+9 melee (1d4+5/19–20, *+2 dagger*); SA bardic music, *fascinate*, inspire courage +1, spells; SQ bardic knowledge +5, countersong, Malgoth's taint; AL CE; SV Fort +16, Ref +17, Will +14; Str 17, Dex 20, Con 19, Int 18, Wis 3, Cha 22.

Skills: Bluff +23, Concentration +21, Diplomacy +25, Disguise +6 (+8 acting), Gather Information +11, Intimidate +13, Knowledge (arcana) +21, Knowledge (nobility and royalty) +12, Listen +2, Perform (sing) +10, Sense Motive +3, Spellcraft +23, Spot +2.

Feats: Alertness, Combat Expertise, Improved Disarm, Improved Initiative, Iron Will, Negotiator, Weapon Finesse.

Languages: Abyssal, Common, Dwarven, Elven, Gnome, Halfling.

Bard Spells Known (caster level 1; 2): 0—*flare* (DC 16), *lullaby* (DC 16), *mending*, *prestidigitation*.

Sorcerer Spells Known (caster level 12; 6/8/8/7/7/6/4): 0—*dancing lights*, *daze* (DC 16), *detect magic*, *disrupt undead* (+12 ranged touch), *ghost sound*, *light*, *mage hand*, *ray of frost* (+12 ranged touch), *read magic*; 1st—*cause fear* (DC 17), *chill touch* (+12 touch, DC 17), *disguise self*, *mage armor*, *ray of enfeeblement* (+12 ranged touch); 2nd—*ghoul touch* (+12 touch, DC 18), *mirror image*, *resist energy*, *scare* (DC 18), *spectral hand*; 3rd—*deeper slumber* (DC 19), *haste*, *suggestion* (DC 19), *vampiric touch* (+12 touch); 4th—*confusion* (DC 20), *enervation* (+12 ranged touch), *Evard's black tentacles* (grapple check +20); 5th—*cloudkill* (DC 21), *magic jar* (DC 21); 6th—*eyebite* (DC 22).

Possessions: +2 dagger, royal robe with cloth-of-gold and tiny inset sapphires worth 1,200 gp, ruby ring worth 450 gp, jeweled pendant worth 250 gp.

Tactics: Upon sighting the party, Querchard begins laughing maniacally and babbling about the "Dark Master." He is willing to speak with the PCs if they attempt to communicate with him, but only gives meaningless gibberish and promises of pain in answer to any of their questions. He now calls himself the "Mad Marquis, True Ruler of Istivin." While Querchard is insane, he is not stupid. His raving is merely a delaying tactic he uses while the remaining greater shadows that exist in the Deeper Dungeons come to his aid. Each round, 1d4 greater shadows arrive, although they remain hidden in the floors and walls of the area for now. Once the shadows are gathered, the Malgoth sends forth a compulsion to them all to attack the PCs at once.

Once combat begins, the shadows do their best to keep the PCs from getting into melee with Querchard. The bars that serve as his prison give him an excellent defense. His first action in combat is to cast *eyebite*, followed with *Evard's black tentacles* and *confusion*, all spells do not affect undead. Unfortunately, the undead are also immune to the beneficial effects of his bard song, so he refrains from using inspire courage. In any event, Querchard fights to the bitter end; he is now completely in thrall to the Malgoth, and nothing can redeem him but death.

Treasure: Querchard's most valuable belongings are his gear, items his wife allowed him in hopes they would help his recovery. The magic dagger was smuggled into his cell by a sleepwalking guard under the Malgoth's control several weeks ago.

Although his throne is masterfully carved and worth 1,200 gp for its artistic value, it's also 8 feet tall and weighs 400 pounds. More importantly, it contains a secret compartment hidden below the velvet seat cushion—a successful DC 25 Search check locates it. The compartment

Players handout: Querchard's journal

Flocktime 14th, 586 CY: Liberation Day! Istivin is recaptured—and without a fight! The enemy has left the city empty and intact. They feared our might and fled before we arrived. Yet strangely, the emptiness feels menacing, as if we are not as alone as we think. Surely the mood of war still hangs upon this place and will soon pass. Qualtaine is once again upon its seat, this time the throne of a marquis and not the lesser chair of an earl!

Fireseek 3rd, 588 CY: The city prospers once again. The last of the occupied lands to the west should be reclaimed by spring. Our army is blooded but stronger for it. Why then is this foreboding upon me? Why do the people seem hesitant rather than jubilant? A pall rests upon the city of my fathers.

Coldeven 28th, 588 CY: We are not alone! There is something in Istivin. It is among us, in the very stones of the city. I am sure of it, and I know not what power it possesses. Some machination of the drow? I must not alert it to my investigations. None are safe from its grasp. No one must know what I have found until I have learned more, not even my beloved Res. There are cries in the night.

Brewfest, 589 CY: Though it cost dear, I have a name for my nemesis. It is the Malgoth. Galmoor's demon priest tied it to this place before those foul giants withdrew. Darkness falls like a veil in waking dreams. My eyes are caught by the void. This demon priest, too, has a name. He is Ikharis, a frost giant worshiper of Kostchtchie. Somehow he imbedded the Malgoth in my beloved home like a bloated tick upon a host. The voices whisper near constant now. I am the marquis; it requires a leader, someone to speak for it to the people. I will die before it has me.

Fireseek 18th or 20th, 590 CY: It is with me always now. The Malgoth won't let me die. The knife slipped from nerveless hands as I laid it upon my wrist. I fear there is no hope for me. Booming echoes silence the light. Shadow touches shadow and passes through. Ikharis is my only hope. He must be found. Surely he can break the bond that he forged. I will send my finest knights to locate him.

Wealsun? 590: Dear Res... she doesn't understand. I am becoming more now. One with the Dark Master is a prize, not a punishment. And she thinks me unhinged. I shouldn't have killed the maid. They have given me the finest cell for "my protection." Sparrows and hawks fall to the fox. I shall demand a throne. A seat befitting my status.

Five ???: The Dark Master tells many secrets. He whispers them long into the night. I don't think the guards like my songs.

Fall, 591: The Malgoth is growing. Sometimes I can hear it in the stones. The moments when I can think without that voice in my ear are fewer and far between. Res and Verbane came. I ordered them to send my knights after the frost giant. They think that part of my ravings, too. I don't blame them.

592-593?: Days pass when I don't even realize I am me. I can't hold it off forever. It promises power...

I think it is 594, the guards spoke of Needfest celebration some time back-

I fear it is almost over. A darkness is in me, and I can feel its energy. I can... do things now. It does not know I keep this journal. I must stop writing in it, hide it, and hope that what I become never finds it. I can feel it blooming. These shall be my last words as a man. Darling Res, the ring you brought me shall be my salvation. I can use it to escape this body with these new gifts, to hide in the body of one of the guards, and then if I can only maintain myself I can use him to warn you. I don't know if I can hold on once I imbue the magic jar, but to sleep here with the dreams but one more night is worse. If I can just get outside the city perhaps I can escape it. If not, perhaps the blade of a watchman's sword can provide release of another sort. Forgive me Res, I should have told you.

contains a battered journal and several writing quills and inkpots. The journal belonged to Querchard before he succumbed to the Malgoth's influence, and those reading it can witness the deterioration of his sanity over the years as he has fought against the foul taint. Key entries are included in the nearby player's handout.

Departing The Dungeon (EL 12)

Upon Querchard's death, the Malgoth immediately becomes aware of the party's presence in the dungeon. They have killed its "Voice," a pawn that took it years to cultivate. While the loss of its Voice does not affect the Malgoth's waxing power, it does rob him of subtlety. If it is to dominate Istivin, it must now do so by force. But this is a plan for another time; for now, it roils in shock and anger, and seeks to destroy the interlopers. As the party attempts to leave the dungeon, it launches its retribution.

If the hezrou in area **10** still lives, the Malgoth funnels much of its rage into the demon and spurs it to track the PCs down and attack; its tactics when it finds them are similar to those detailed in area **10**. Likewise, any greater shadows that still lurk in the dungeon come to the Malgoth's aid. It expects the PCs to try to escape the dungeon the same way they came in; in fact, it's counting on this. Using foul energies, it infuses four of the gargoyle statues in area **1** with Abyssal life, transforming them into strange monsters that ambush the PCs as they pass into area 1.

Of course, the PCs might leave the dungeon via the stairs in area **8**. The guards above react as detailed in area **8**. Diplomatic PCs might be able to talk them out of attacking, but at the very least they'll be stuck for several hours, if not days, explaining their actions. Of course, the PCs can bypass all this by using teleportation magic to escape the dungeon. The Malgoth is less prepared for such escape plans, but as long as the PCs remain in Istivin it can eventually find them. It sends its four gargoyles after the PCs in an attempt to finish them off, wherever they may go in the city. Once they leave Istivin (even if only to seek out Ilkharis), the Malgoth thinks it has won and ceases pursuing them. Likewise, if the PCs manage to defeat the gargoyles, the Malgoth decides it is best to lay low for some time, build its strength, and seek vengeance against the PCs at a later date.

Malgothian Gargoyles (4): CR 8; Large monstrous humanoid (earth); HD 10d8+60; hp 105 each; Init +1; Spd 40 ft, fly 60 ft. (average); AC 16, touch 10, flat-footed 15; Base Atk +10; Grp +21; Atk +16 melee (1d6+7, claw); Full Atk +16 melee (1d6+7, 2 claws) and +14 melee (1d8+3, bite) and +14 melee (1d8+3, gore); Space/Reach 10 ft./10 ft.; SA foul geyser; SQ damage reduction 10/magic, darkvision 60 ft., freeze; AL CE; SV Fort +9, Ref +8, Will +9; Str 24, Dex 12, Con 22, Int 6, Wis 11, Cha 7.

Skills: Hide +6 (+14 when concealed against a background of stone), Listen +7, Spot +7.

Feats: Alertness, Iron Will, Multiattack, Toughness.

Language: Abyssal.

Foul Geyser (Ex): A Malgothian gargoyle can spew forth a torrent of foul sewer water in a 15-ft. cone before it as a standard action once every 1d4 rounds. Anyone hit by the forceful cone of water is bull rushed. Use the Malgothian gargoyle's size and Strength to modify this bull rush attempt. In addition, anyone hit by the water is exposed to blinding sickness, and must make a successful DC 16 Fortitude save to avoid catching ill (see page 292 of the *DUNGEON MASTER's Guide* for details on blinding sickness).

Concluding the Adventure

Upon emerging back into the light of day, the party has in its possession some very dangerous information. Likely they have also developed some important leads—most specifically, the existence of the demon priest Ilkharis.

More importantly, they should also consider the impact of what they have just done—they have assassinated the rightful ruler of Istivin. The evidence of the true evil that had possessed him should be easier to prove if the marquis's journals are shown to the marchioness and her people, in which case the government hushes the whole thing up and silently grieves the loss of Marquis Querchard. Marchioness Emondav doesn't pursue revenge or justice against the PCs, as they have saved the marquis from a terrible fate and averted disaster. Yet she does not show any gratitude to the PCs—in her mind, allowing them to go free without imprisonment or execution is more than enough of a reward. Fortunately, the PCs aren't completely without friends in Istivin. Algorthas contacts them soon after they leave the dungeon to ask for a report. The next step for the party is to set about tracking down the whereabouts of the enigmatic Ilkharis to determine if the frost giant knows how to destroy the Malgoth. This course of action is continued in the next adventure, "Shadow of the Abyss," in *DUNGEON* #118.

If this adventure is being played by itself, and the party was hired by a consortium of nobles to rescue the marquis from the "evil" marchioness, then the PCs likely have a problem. Namely, they have likely killed the marquis they were sent to rescue. It is up to you to determine if the nobles seek vengeance upon the adventurers for assassinating the marquis. If convinced of his madness, do the nobles reward the party as promised and then support the marchioness in her efforts to save the city? Regardless of the outcome, Sterich remains a troubled place with a lot of opportunities for adventure.

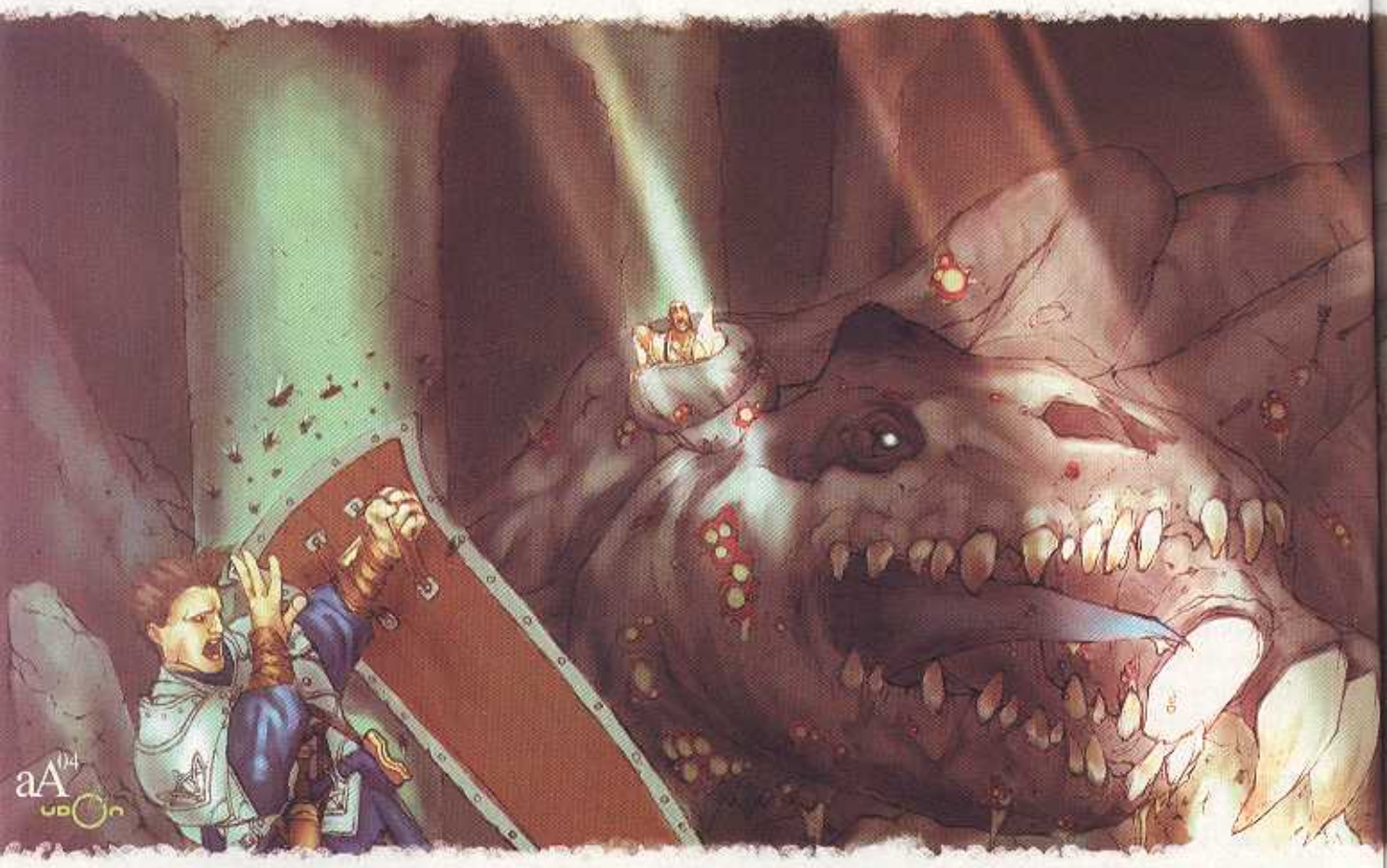
Greg A. Vaughan is the author of "Tammeraut's Fate" (DUNGEON #106) and "Torrents of Dread" (DUNGEON #114).

Scaling the Adventure

This adventure is designed for four 11th-level characters, but can modified for parties of 9th–12th levels by adjusting NPC character levels by one in the appropriate direction for each level by which the average party level varies from 11. Specific recommended changes to the adventure follow.

9th- to 10th-level PCs: The adventure can largely remain the same, just make sure to allow for some rest breaks between encounters in the Deeper Dungeons. Remove the fiendish creature template from the reekmurk in area **1**. Replace the greater shadows with spectres or 9-HD wraiths. Replace the hezrou with a vrock, and remove one or two of the Malgothian gargoyles.

12th-level PCs: Advance the reekmurk and greater shadows by 4 HD. Advance the hezrou and the Malgothian gargoyles by 2 HD.

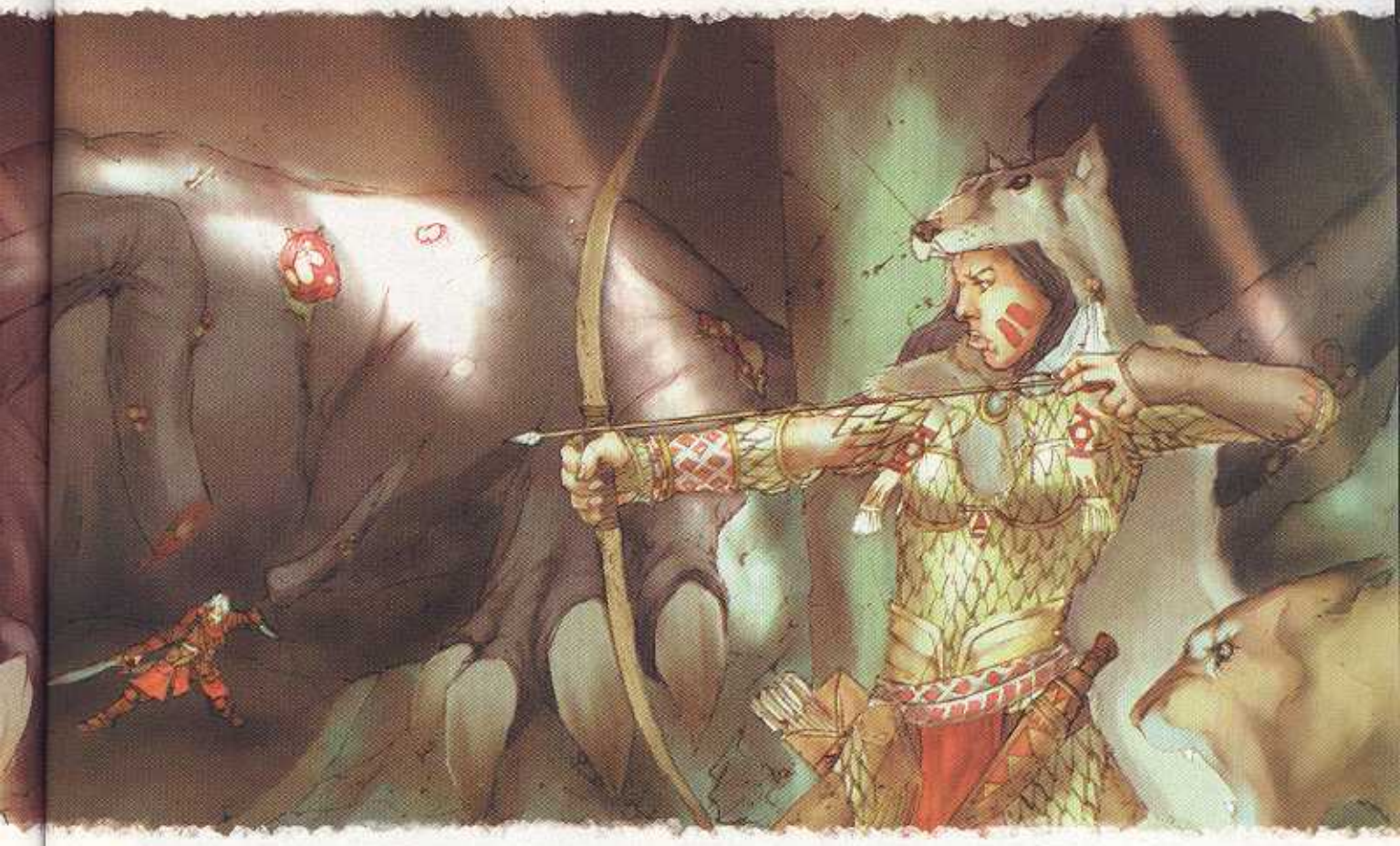


BY NICHOLAS LOGUE
Illustrations by UDON with Attila Adorjany, Eric Kim, and Gary Yeung
Cartography by Christopher West

Any Setting
High-Level (13–20)
Dungeon Crawl

The Winding Way

"Even if one's head were to be suddenly cut off, he should be able to do one more action with certainty. With martial valor, if one becomes like a revengeful ghost and shows great determination, though his head is cut off, he should not die."
—Hagakure, Yamamoto Tsunetomo



The Winding Way" is a D&D adventure for four 14th-level characters, although it can be adapted for 12th–13th-level characters or 15th–16th-level characters as detailed in the "Scaling the Adventure" sidebar. The adventure features a large number of undead villains, so clerics, paladins, undead-hating rangers, and other characters who have focused their skills on fighting undead will have plenty of opportunities to employ their special class abilities. Since the majority of "The Winding Way" occurs in a monastery, the adventure is well suited to clerics, monks, and other religious characters. The exact location of the Temple of the Winding Way has been left vague, so you can locate it in any relatively remote mountain range in your campaign world.

Adventure Background

Ages ago, the notorious necromancer Adacon experienced a vision of his death at the hands of an army of heroes. In preparation for his doom, Adacon created dozens of tombs in the far corners of the world, secret places to hide his favorite necromantic creations. The necromancer knew he could not defeat the heroes of his day, but time was on his side. After the passing of an age, those heroes would be no more, and their descendants would be lured into a false sense of security and thus be unprepared for the threat contained in his tombs. Once opened, the undead imprisoned within would spread death and decay throughout the land.

Untold ages passed until Marik Draven, a wandering monk, chose Darkmoon Mountain as his home, settling in a small cabin on the lower slopes. Word of his wisdom had spread during his travels, and soon students were drawn to his mountainside cabin to seek instruction in The Winding Way, the martial path Marik had developed. Soon, his students outgrew Marik's simple cabin, and they constructed a permanent temple nearby, excavating stone from the mountain itself. During the excavation, the monks unearthed a stone doorway that bore an ancient inscription. Marik was only able to decipher a portion of the inscription—the words "death," "darkness" and "plague" caused him to pause for contemplation. Since the temple's foundation was all but finished, he decreed that the door should be left untouched and the temple built around and above it. In addition to becoming a school for martial arts, the temple would become a guardian of the contents of the mysterious tomb beyond the graven door.

The newly completed Temple of the Winding Way offered refuge and instruction to any who lost their way in the dangerous mountains. Visitors were numerous, and Marik gained a reputation as a quiet, stern, but hospitable man. This compassion led to ruin when a fugitive from the law named Galen Herker came to the temple. Although Marik quickly ascertained that Galen's spirit was impure and filled with desires—and thus unfit for training in the Way—he offered Galen a position as a gardener, suggesting that he spend his time working hard and meditating until he was properly prepared to enter true training.

At first Galen was content to wait and work, but he quickly began to resent the difficult labor. As time passed he grew envious of the other monks, whose training

progressed rapidly while he tended to the weeds. His malcontent grew for months and had ripened nicely by the time he was sent to the nearby town of Stonebreach to fetch supplies. Stopping for a drink at the Thundering Hammer Inn and complaining loudly about his lot in life, Galen was approached by members of a thieves' guild called the Covenant of the Knife. They offered Galen a position in their guild if he could complete one simple task—steal Marik Draven's life's work, the *Manual of the Winding Way*, from the temple. Galen agreed on the spot.

Over the course of the next few weeks Galen spent every spare moment poking around the temple in search of the manual. He found no trace of it, but he did find a strange door covered with unusual runes. Mistaking the door for a vault entrance, Galen used his skills at breaking and entering and pried the door open. In so doing, he unleashed the evil forces within. The night of terror that followed saw the doom of every living monk in the temple above. As the sun rose, the new inhabitants of the Temple of the Winding Way withdrew to the comforting darkness within... and began to grow.

Adventure Summary

Strange things have been happening of late in the lowlands surrounding Darkmoon Mountain. Local rumor holds that Marik, a once honorable monk who founded the nearby Temple of the Winding Way, is the cause of this disturbance. After some initial investigation in a lowland town, the PCs journey to the temple to determine if it is indeed the source of the troubles plaguing the region. Once there, they find the place to be infested with strange undead. The PCs must survive The Winding Way, a series of deathtraps and trials created by Marik to test the skills of senior students, in order to free the tormented Marik Draven from his new existence as an undead menace known as a pennaggolan and prevent an incursion of ancient undead monstrosities into a world unprepared for their festering wrath.

Chapter One: In the Shadow of Darkmoon

The adventure begins as the PCs arrive in the small town of Stonebreach, a lowland settlement only a dozen or so miles from the Temple of the Winding Way. Many of the town's more prominent citizens recently sent out calls for aid. The PCs could be answering any one of a number of these calls, as detailed below.

Find Abbot Saris: Although the Temple of the Winding Way is remote, it maintained regular contact with other temples and monasteries in the region. One of these is the Temple of Water Ridge. Recently, Abbot Saris of this temple received a mysterious message from Marik Draven; he sent a hasty reply and by the end of the week had gathered supplies for a trip and left, alone, for the Temple of the Winding Way. He has not returned, and the monks of Water Ridge fear for his safety. They ask the PCs to travel to Winding Way and determine Abbot Saris's fate.

The Covenant's Obsession: Galen failed to secure the *Manual of the Winding Way* for the Covenant of the Knife, and they still want it. Agents for the guild in nearby cities might contact a PC bard, rogue, or other character with connections to the criminal underground to make a second attempt to recover the valuable tome from the monastery. They're willing to give whoever can recover the *Manual* their choice of a payment of 12,000 gp or an *amulet of health* +4. The Covenant contact makes sure that the PCs know they aren't supposed to discuss this arrangement with anyone else before vanishing back into the shadows.

A Call for Aid: The PCs' reputation for righting wrongs and fighting monsters makes them a natural savior for the town of Stonebreach. Attacks by unusual undead creatures have increased dramatically in the outlying regions, and with each night, these sightings and attacks grow closer to Stonebreach's walls. The PCs are contacted by Mayor Caldamis Larn and asked to come to Stonebreach and determine the source of these undead monsters. Caldamis offers a reward of 10,000 gp if the problem can be solved in a timely manner.

Stonebreach

Stonebreach is a modestly sized town, with a population of a little more than fifteen hundred. The town is run by Mayor Caldamis Larn, a normally jovial man who's been under a lot of stress since all these rumors about undead and evil spirits have started circulating around town. He can usually be found at the Stonebreach town hall, and while he's glad famous adventurers seem to have taken an interest in solving the problem, he can't offer much in the way of a reward over and above anything he's already promised the PCs via messenger.

The cultural center for Stonebreach is the Thundering Hammer Inn, a tavern and rest-stop that normally bustles with energy as miners, trappers, travelers, and locals gather to share tales and news and drink strong local brew. With the increase in undead sightings, though, people are staying at home, and the Thundering Hammer is mostly empty. Still, it's the only inn in Stonebreach, so it's the best place to gather information.

Several stores and trading posts can be found in town, but there are no temples or shrines. The religious-minded of Stonebreach have traditionally sought guidance from either the local druids (who have become strangely silent since the undead have arrived in the region) or from the nearby Temple of the Winding Way.

The locals have nothing but praise for the Temple of the Winding Way and its abbot, Marik Draven. None of them have made the 12-mile journey north to the temple since the strangeness began, and no monks of the temple have visited the town either. Many of the locals worry that the trouble has affected the temple as well, and they press the PCs to make the journey to ensure the monks are okay. Any of the locals can provide good directions to the temple.

The locals can also tell the PCs a little about the Winding Way itself. It is a profound spiritual path that focuses on attaining excellence through meeting resistance with pliancy. The path has two ends: Enlightenment or Death. Both are seen as a peaceful escape from life, which the monks believe is filled with torment and desire. The abbot of the temple even built a proving ground as a final test for his monks; a series of chambers filled with deadly trials. He was very involved in the gauntlet's design, and made certain it would test his student's martial, spiritual, and mental cultivation.

Most of the stories about undead sightings are from travelers from the north, closer to the mountains. If pressed for details, the townsfolk can't precisely identify the type of undead encountered. Several

citizens have tried to make the journey to the nearby Temple of the Winding Way to ask for help, but so far, no one's returned.

♛ **Stonebreach (small town)**: Conventional; AL NG; Population 1,650; 800 gp limit; Assets 66,000 gp; Mixed (80% human, 10% dwarf, 5% gnome, 4% halfling, 1% other).

Chapter Two: Temple of The Winding Way

The journey to the Temple of the Winding Way should be uneventful but unnerving. The PCs pass no one on the road, they hear no birds singing in the trees, and they spot no wildlife in the woods. Even the air seems still and empty. The Temple of the Winding Way is about 12 miles north of town along a slightly overgrown dirt track. Characters moving at a speed of 30 ft. can make the journey in four hours as long as they stick to the track.

If they make the journey by night, the unnatural calmness of the air and the hills vanishes, replaced by strange, mournful howls, a low chill wind, the creaking sounds of trees rubbing against each other, and branches snapping under unseen weights. If the PCs insist on tracking these noises down, call for Spot and Listen checks but no matter the result, inform the PCs that they see and hear nothing of note. They shouldn't encounter anything menacing until they reach the temple itself. On return trips to the temple the PCs might encounter some of the abyssal ghouls, dread wraiths, and bhuts that now haunt the wilderness in the region.

As the players approach the temple, read them the following:

Slightly overgrown with foliage, the outer stone walls of the temple are topped with small ramparts. The large wooden gate, painted a bold red hue, hangs ajar. Two large stone knockers fashioned into the shape of dragon's heads leer from the gates, their mouths pulled back into eerie, grim smiles. Two massive statues flank the gate. Each is about twelve feet tall and ominous in appearance. One bears an expression of absolute calm on its monstrous, vaguely human face and it grasps a spear with both hands. The other's visage is twisted into a snarl, exposing its fangs. One hand holds a smaller statuette of a seated human in robes, cradling it in its palm. The other hand grips a dagger with a jagged blade. Beyond these walls, a tiered tower is visible, the corners of its roof adorned with sculptures of dragons, lions and other unrecognizable animal-like creatures. The scent of burning sandalwood mingles with the mists of the forest.

Well more than two dozen monks once lived here, but now Adacon's ancient undead control the temple. When Galen first opened Adacon's tomb, the undead roiled up into the temple above, a frenzied army of necromantic fury. Without a

strong leader to organize them, the undead have chosen certain areas of the temple as their lairs, and don't often travel far from these areas. The major exceptions to this rule are the bhuts; evil undead spirits that can possess the bodies of the dead and disguise them to appear human. Nearly thirty bhuts were sealed in the tomb, and of these, twelve now wander the countryside in three groups of four, learning the layout of the region and familiarizing themselves with its defenses in preparation for expansion.

The majority of the areas in the temple are open to the sky; flying PCs need not navigate the place on the ground, and can instead simply fly to the section of the temple they wish to explore. Although this may seem like a good idea, it in fact panics the sixteen bhuts that dwell in the temple. If they see flying intruders, four bhuts mobilize at once and move to intercept the characters if they enter any area but areas **T1–T5**. If the PCs attempt to maintain air superiority, additional groups of four bhuts abandon their possessed bodies and fly up to engage them in the sky, one group at a time.

T1. Outer Courtyard (EL 14)

The walls of this courtyard are etched with strange glyphs and runes, along with bas-reliefs of natural landscapes. Four wooden gates, painted red, exit from the courtyard, the one to the south leads to the foothills while the other three open on adjoining courtyards. Sandalwood-scented smoke rises from enormous, five-foot-tall iron cauldrons standing in each corner of the courtyard.

This courtyard was once used to greet visitors to the temple. The runes on the walls are in Aquan, Auran, Ignan, and Terran, and list the virtues of the Winding Way: Patience, Honor, Purity, Emptiness, Stillness, and Death. The cauldrons are kept lit by the bhuts to make it appear as if nothing is amiss.

Creatures: Four advanced bhuts guard this courtyard. Unlike most of the other undead that now dwell in the temple, the bhuts are actively preparing for Marik Draven's eventual acceptance of his new undead existence, and for the war on the living to follow.

These four bhuts have each possessed the body of a slain Winding Way monk. They have dressed the bodies in hooded robes, but a successful Spot check against the results of their Disguise skill result (DC 26 if they take 10) reveals the truth. The four bhuts greet visitors to the temple politely and kindly, but tell them that the majority of the other students are performing a sacred ritual at this time and cannot be disturbed. The bhuts invite the PCs to wait and rest in the guest house (area **T3**) until the ritual concludes in a few hours (just after sunset if the PCs arrive during the day). PCs who comply are later ambushed (see area T3).

The bhuts' attempted bluff (three of them use the aid another action to assist the primary bluffer) can be discovered with a successful Sense Motive check. A character with at least 5 ranks in Knowledge (religion) gains a +2 synergy

bonus to her Sense Motive check, since the bhuts don't know much about religion and if pressed are forced to improvise. Likewise, a character with at least 5 ranks in Knowledge (history) gains a +2 synergy bonus on her Sense Motive check, since the bhuts speak in a stilted, archaic form of Common that hasn't been spoken commonly in hundreds of years. If the PCs see through the bluff, the bhuts throw off their hooded cloaks and attack. A possessed body that is slain collapses to the ground, ruined, but the possessing bhut emerges unharmed from the body to continue the fight in its natural form.

A bhut is a foul creature with a humanoid head, red, feral eyes, a mouth full of sharp teeth, and a roiling, half-formed body of foul black smoke and dank red mist. In this form, the undead recoils from the earth and seeks humanoid bodies to possess and use as puppets.

Human Corpses (possessed by bhuts) (4): CR —; Medium undead; HD 12d12; hp 78; Init –1; Spd 30 ft.; AC 11, touch 9, flat-footed 11; Base Atk +6, Grp +7; Atk/Full Atk +7 melee (1d6+1 slam) or +3 melee (1d3+1 plus poison, bite, provokes attack of opportunity); SA poison; SQ damage reduction 5/slashing, darkvision 60 ft., possessed, undead traits; AL NE; SV Fort +4, Ref +3, Will +7; Str 12, Dex 8, Con —, Int 14, Wis 9, Cha 20.

Skills: Bluff +20, Diplomacy +7, Disguise +20 (+22 acting), Intimidate +22, Listen +14, Spot +14, Survival +14.

Feats: Combat Expertise, Track[B].

Languages: Common.

Note: The bhuts cannot use the majority of their feats while possessing a corpse since the corpse's Dexterity is too low.

Poison (Su): Injury, Fortitude DC 14, initial damage 2d6 Wisdom, secondary damage 2d6 Wisdom. A creature reduced to 0 Wisdom lapses into a coma and dies in 1d4 hours unless the poison is neutralized. A humanoid slain in this manner rises as a bhut with the next sunset.

Possessed (Su): Once a corpse is slain, the possessing bhut emerges unharmed in its incorporeal form to continue the fight.

Advanced Bhuts (4): CR 10; Medium undead; HD 12d12; hp 78; Init +5; Spd fly 50 ft. (perfect); AC 19, touch 19, flat-footed 15; Base Atk +6, Grp —; Atk/Full Atk +9 melee touch (1d12/19–20/×3, incorporeal bite); SA augmented critical, dreadful appearance, poison; SQ corpsetheft, earth vulnerability, incorporeal, undead traits; AL NE; SV Fort +4, Ref +9, Will +7; Str —, Dex 20, Con —, Int 14, Wis 9, Cha 20; *Fiend Folio* 20.

Skills: Bluff +20, Diplomacy +7, Disguise +20 (+22 acting), Intimidate +22, Listen +14, Spot +14, Survival +14.

Feats: Combat Expertise, Dodge, Mobility, Spring Attack, Track[B].

Languages: Common.

Augmented Critical (Ex): A bhut's bite threatens a critical hit on a 19–20 and deals triple damage on a success.

Dreadful Appearance (Su): Anyone within 30 feet must make a Fortitude save (DC 19) or take 1d6 points of Strength damage. A creature can be affected only once by a specific bhut's dreadful appearance, but the effects of failing to save against multiple bhuts are cumulative.

Poison (Su): Injury, Fortitude DC 14, initial damage 2d6 Wisdom, secondary damage 2d6 Wisdom. A creature reduced to 0 Wisdom lapses into a coma and dies in 1d4 hours unless the poison is neutralized. A humanoid slain in this manner rises as a bhut with the next sunset.

Corpsetheft (Su): As a full round action, a bhut can possess a dead humanoid body of any size. The body is then treated like a zombie with a few exceptions. The body is not limited to single standard actions and it retains the bhut's Intelligence, Wisdom, Charisma, base attack bonus, hit points, base saving throws, and level and class (if any). Also, the animated body's bite attack can deliver the bhut's poison, but it is not a natural attack and therefore incurs a –4 penalty and provokes attacks of opportunity. When the body is reduced to 0 hit points, the bhut must exit the body, but no damage is transferred to its incorporeal form. While possessing a body, the bhut cannot make use of its dreadful appearance, nor is it affected by earth vulnerability.

Earth Vulnerability (Su): A bhut cannot abide contact with earth or stone in its incorporeal state and cannot pass through such without suffering 3d6 points of damage per round. Stone and earth weapons deal an additional 1d6 points of damage when they strike an incorporeal bhut, and they do not suffer a miss chance.

T2. The Hall of Skill and Nature (EL 15)

This enormous courtyard contains a tiny natural pond complete with an island at its center. On the island stand two pillars, one of wood, and another of marble. Two bridges connect the island to the rest of the courtyard. At the far side of the courtyard stands a terraced tower with a large oaken door. The third floor appears to be open aired and contains some sort of statue. The corners of the roof are adorned with small sculptures of animals and strange beasts. At the southern end of the courtyard sits a ring of small stones and four large cauldrons, spilling incense into the air.

This is one of the many training areas within the temple walls. The ring of stones is a sparring ring used for practice and settling disputes between the monks. The pillars upon the island are used for training body hardening techniques and bear many chips and dents. The tower is detailed in area **T9**.

The sound of hammering wafts out of the low stone building to the north, although it is muffled somewhat by the closed door. A successful Listen check (DC 5) is good enough to hear the sounds coming from area **T10**; remember to adjust these checks for distance (–1 to the check per 10 feet of distance).

Creatures: Despite its serene appearance, this courtyard hides a terrible danger. Lurking in the water surrounding the island are three abyssal ghouls, and hiding within the two training pillars on the island itself are two dread wraiths. The wraiths do not exit their pillars during the day, but the ghouls have no such fear of the sun and lurch out of the water to attack anyone who comes within 10 feet.

Abyssal ghouls are similar to standard ghouls in basic shape, save that they seem a bit more feral and demonic in appearance. Their most horrific features are their tongues—long, snakelike members that trail into smoky incorporeality at the tip.

Abyssal Ghouls (3): hp 104 each, *Fiend Folio* 13. If you don't have the *Fiend Folio*, you can substitute mohrgs advanced to 21 Hit Dice.

Dread Wraiths (2): hp 104 each, *Monster Manual* 258.

T3. Guest House

This bamboo-walled house sits near the southern wall of the courtyard, its thatched roof whispering gently in the breeze. A single door provides an entrance to the building, and narrow windows line its walls.

This small building contains a few bunkrooms, a simple kitchen, and a lounge. Visitors once stayed here, but now the place is empty.

If the PCs fell for the bhuts in area T1, they are led here to rest and wait for the other monks to finish their rituals. Of course, no such rituals are underway. The false monks quickly gather the bhuts in areas T8, T9, and **T13**, then quietly return to the gates between areas **T1** and T4. The four incorporeal bhuts then silently float into area **T3**, passing through the bamboo walls to ambush the sleeping or unprepared PCs. The other 12 bhuts prepare actions to attack any PC that tries to escape into area T1; they hope that if the PCs try to flee they'll be forced into area **T6** or T13. They do not pursue characters into either of these buildings, hoping that the denizens and traps within finish them off.

T4. The Winding Gardens

A set of marble stone tiles creates a winding path through these once beautiful bamboo gardens. Overgrown with weeds now, the area is filled with a sense of stillness. A small wooden shack lies at the southern end of the courtyard and the northern side ends in an enormous enclosed stone chamber. It bears little resemblance to the other ornate architectural features of the temple, and is a much more solidly built and imposing structure.

This garden was once tended by Galen, although it is quickly being overcome with weeds now that he is gone. The garden is one of the few places in the temple that is relatively safe; the bhuts have encouraged the other undead creatures to lair elsewhere so they can use this area as a staging ground for ambushes.

T5. Inner Courtyard

Two cauldrons stand in the middle of this vast courtyard. Beyond them, an enormous terraced hall, its exterior painted red, fills up the rear of the yard. Stone steps lead up to the raised hall at all sides. Each side also bears an arched doorway. The gold-and-red-painted doors are closed. Two small gatehouses are constructed into the side of the left and right walls of this area. A slight breeze causes the silk banners hanging from the hall to rustle and dance.

The cauldrons here are filled with sandalwood incense, kept well supplied by the bhuts in an attempt to create a feeling of normalcy to anyone that stumbles into the area.

T6. West Gatehouse (EL 14)

This gatehouse is littered with bamboo and straw; a stone "lip" must be stepped over to stand on the bare earthen floor within. The braziers on its walls are all empty, making it extremely dark within.

Creature: This gatehouse has become the lair of a small group of unusual undead known as forsaken shells. These menaces move and attack like snakes, but close inspection reveals the wretched truth—they are actually evacuated but horribly animate humanoid skins. The undead are fairly intelligent, and have burrowed into the soil floor to hide while they wait for further commands. Bits and pieces of their bodies protrude from the floor so they can keep a watch on the contents of the gatehouse. Any living creatures that enter the room are instantly and violently attacked as the forsaken shells burst out of the hard-packed earth floor, gaining surprise on anyone who didn't notice them. The forsaken shells pursue enemies throughout the temple, but will not leave its grounds or enter the Winding Way (area T12) itself. These creatures always use the Power Attack feat, taking a –5 penalty to their skin slap attack rolls while increasing their damage rolls by 5; this is accounted for in the following stat block.

Advanced Forsaken Shell (5): CR 9; Medium undead; HD 26d12; hp 169; Init +7; Spd 30 ft., burrow 15 ft.; AC 19, touch 13, flat-footed 16; Base Atk +13; Grp +18; Atk/Full Atk +13 melee (1d8+10/19–20, skin slap); SA constrict 1d6+5, create spawn, improved grab; SQ darkvision 60 ft., undead traits; AL CE; SV Fort +10, Ref +13, Will +17; Str 21, Dex 16, Con —, Int 11, Wis 10, Cha 10; *Libris Mortis: The Book of Undead* 100.

Skills: Hide +38 (includes +4 racial bonus), Listen +31, Move Silently +34, Spot +31.

Feats: Alertness, Great Fortitude, Improved Critical (skin slap), Improved Initiative, Improved Natural Attack (skin slap), Iron Will, Lightning Reflexes, Power Attack, Stealthy.

Create Spawn (Su): Living, corporeal creatures killed by a forsaken shell slough their skins after 1d4 rounds. These sloughed skins are new 14-HD forsaken shells under the spawner's control. These forsaken shells do not possess any of the abilities they had in life.

T7. East Gatehouse

This gatehouse is all but identical to area **T6**, save that no forsaken shells lurk here.

Development: On return trips to the temple, two incorporeal bhuts lurk near the ceiling here.

T8. The Hall of Contemplation (EL 14)

This large structure is a single open room, with two dozen reed mats laid out on the floor. Windchimes hanging from the rafters jangle softly as a breeze wafts through the open-walled structure. The walls are decorated with latticed windows and silk screens

Creatures: A group of four advanced bhuts dwells in this area. The creatures have possessed and animated the bodies of four fallen Winding Way monks, and have disguised themselves to appear as if they were alive. The bhuts don't expect trouble, but if PCs bypass their kin in area **T1**, they do their best to intercept characters before they attempt to pass through the northern gate. See area T1 for details.

Human Corpses (possessed by bhuts) (4): hp 78; see area **T1**.

Advanced Bhuts (4): hp 78; see area **T1**.

T9. The Tower of the Winding Way (EL 14)

A small atrium supports a tall, three-story tower at the back of the courtyard. A large spiraling stairwell, its sides lined with wooden figures, dominates the interior. These statues, similar to the ones found at the outer gates of the temple, are hideous in appearance. They vary in form, from three eyed monstrosities to many-armed warriors. Some are armed with hammers, spears, or daggers and others sit in calm repose.

At the top of the tower is a small altar dedicated to the Winding Way. An offering bowl lies before the figurine and is filled with offerings from travelers who paid their respects at the temple.

Creatures: Four advanced bhuts lurk in this area. These bhuts are in their incorporeal form and float in the wooden walls of the tower, patiently waiting for new victims to come to the temple so they can inhabit their dead bodies. They savagely attack any non-undead creature that enters the tower.

Advanced Bhuts (4): hp 78; see area **T1**.

T10. Workshop Area (EL 10)

These workshops are filled with carpentry tools, paints and inkstones, and many strange plants and flowers. A large kiln set into the east wall provides the only source of light and heat in this chamber.

This small series of cubicles is where the monks perfected the non-martial skills Marik deemed intrinsic to the study of the Winding Way: sculpture, painting, herbal medicine, poetry, and woodcarving.

Creatures (EL 12): Five fiendish vampire spawn toil here, creations of the hullathoin in area **T17**. Their undead master has ordered three of them to use the materials here to construct dozens of coffins for use not only by themselves, but for the army of vampire spawn the hullathoin expects to create. The other two bake large ceramic vessels in the kiln to capture and transport bloodfiend locusts. They are not under orders to attack intruders and continue with their macabre work. If attacked they defend themselves, but do not pursue characters beyond this room. If reduced to 0 hp they turn gaseous and return to their coffins in area **T17**.

Fiendish Vampire Spawn (5): CR 5; hp 29; SA blood drain, domination, energy drain, smite good 1/day (+4 damage); SQ +2 turn resistance, damage reduction 5/magic and silver, darkvision 60 ft., fast healing 2, gaseous form, resistance to cold 10 and electricity 10, resistance to fire 5, spell resistance 9, spider climb, undead traits; other stats as per *Monster Manual* 253.

T11. Refuse Pit

This area contains nothing but the refuse produced by the monks in life and the bones of victims consumed in undeath. It is just a deep sink hole (10 ft.) filled up with garbage and remains. Nothing of value is hidden within.

T12. Trials of the Winding Way

This large stone building seems solidly built, and with reason. Closer inspection reveals that it isn't as much a building as it is a carving of one; the entire structure seems to have been painstakingly chiseled from a single massive stone. Shingles, the grain of wood on the walls, and even the protruding heads of nails have all been sculpted from the massive basalt monolith with painstaking care. The only part of the building that seems to be of a separate element is the iron door set in its southern face, a large, intricate rune painted on its upper half. The muffled sounds of grinding gears and mechanisms at work emerge from within the building.

If the PCs have retrieved Baran's medallion from area **T14** they notice that the strange marking on it matches the rune on the door perfectly. If the medallion is pressed against the door, it clicks, rumbles, and slides open. Characters can attempt to bash their way through the door or otherwise bypass it; details for the door and the chambers within appear in Chapter Four.

T13. Hall of Learning (EL 14)

This large, bamboo-walled structure has tightly shuttered windows. Within, the place is a single large room that contains several desks and shelves of files and books. Scrolls and calligraphy implements sit on the desks.

Creatures: Another four advanced bhuts lurk in this chamber. They have possessed the bodies of travelers plucked from the roads, and have returned here to help guard the inner reaches of the Temple. They watch for intruders through the slats of the shutters, and if they see any, they react far more violently than their kin in areas **T1** and **T8**; they assume anyone who has penetrated this far into the Temple has seen too much and must be slain at once.

Human Corpses (possessed by bhuts) (4): hp 78; see area **T1**.

Advanced Bhuts (4): hp 78; see area **T1**.

T14. Training Hall (EL 14)

The hall is empty save for two racks of weapons on the east and west walls. The wooden floor is worn smooth and polished. Two six-inch-wide rafters run the length of the hall twenty feet above the floor and ladders to the north and south ascend to them.

Creature: Marik's senior disciple Baran was the third victim of the evil released from Adacon's tomb after it completely destroyed Galen and horribly transformed Marik. Baran

sucumbed to the evil energies far more quickly than did Marik, and now simply waits for his master to emerge from the Trial of the Winding Way. Although now a powerful vampire, Baran's devotion to Marik has only intensified with his transformation, and without his master's direct order he intends to stay in his quarters, honing his skills in preparation for the day they are needed on the battlefield.

Baran, Human Male Vampire Monk 12: CR 14; Medium undead (augmented humanoid); HD 12d12; hp 78; Init +7; Spd 70 ft.; AC 24, touch 18, flat-footed 21; Base Atk +9, Grp +16; Atk +17 melee (2d8+7/19–20 plus energy drain, unarmed strike); Full Atk +17/+17/+17/+12 melee (2d8+7/19–20 plus energy drain, unarmed strike); SA blood drain, children of the night, create spawn, dominate (DC 20), energy drain (DC 20), ki strike (magic and lawful), stunning fist (DC 18); SQ abundant step (CL 12), alternate form, damage reduction 10/silver and magic, diamond body, fast healing 5, gaseous form, improved evasion, purity of body, resistance to cold 10, resistance to electricity 10, slow fall 60 ft., spider climb, still mind, turn resistance +4, wholeness of body; AL LE; SV Fort +12, Ref +15, Will +12; Str 25, Dex 16, Con —, Int 16, Wis 15, Cha 18.

Skills: Balance +20, Bluff +12, Craft (pottery) +9, Escape Artist +12, Hide +26, Jump +46, Listen +27, Move Silently +26, Search +11, Sense Motive +10, Spot +10, Tumble +20.

Feats: Alertness[B], Combat Expertise, Combat Reflexes[B], Dodge[B], Great Fortitude, Improved Critical (unarmed strike), Improved Initiative[B], Improved Trip[B], Lightning Reflexes[B], Mobility, Spring Attack[B], Stunning Fist[B], Weapon Focus (unarmed strike).

Languages: Auran, Common, Draconic.

Possessions: *Monk's belt, ring of improved jumping, robe of resistance +2* (as *cloak of resistance +2*).

Tactics: When the PCs enter, Baran silently points to the hardiest-looking character, challenging him or her to a one-on-one combat. If the challenge is accepted, he immediately spider climbs up to the rafters and awaits his opponent on one of them. A battle on the 6-inch-wide rafters requires a DC 15 balance check each round to avoid a fall to the floor 20 feet below.

If attacked by more than one opponent, Baran uses his superior mobility to Spring Attack characters, clambering back up into the rafters after each attack. If reduced to 0 hit points, Baran becomes gaseous and escapes to area **A3** to recuperate inside his coffin.

Treasure: In addition to his gear, Baran wears an amulet given to him by Marik after he completed the Trials of the Winding Way. This amulet matches the impression on the doorway to area T12, and can be used to open the doors to area **W1**. The amulet is not magic, but is worth 100 gp for its fine workmanship.

T15. The Monks' Quarters (EL 14)

More than two dozen straw mats lie strewn across the floor of this large room, interspersed with torn blankets and large bloodstains. More blood mars the walls, and even the ceiling is spattered with it in places. A huge hole is torn in the roof just over the southern door.

Creature (EL 14): One of the more dangerous undead menaces unleashed on the temple when the tomb was opened was a nightwing nightshade. Upon escaping the tomb, the nightwing emerged from area T17 and flew directly to the largest concentration of life it could find—these barracks. The creature smashed its way through the roof of the building and quickly slew the monks it found inside. It has since claimed this structure as its lair, lurking in the darker northern portion of the room during daylight hours.

Nightwing: hp 144; *Monster Manual* 197.

Tactics: If encountered during the day, the nightwing refuses to leave this building. During the night, it has no qualms about pursuing prey all across the mountainside if necessary. The creature prefers to use its spell-like abilities to fight, tying up melee with summoned undead.

T16. Marik's Quarters

A mattress of coarse straw sits on the floor of this chamber. A small desk is topped with an inkstone and an inkwell. A set of horsehair calligraphy brushes sits under the lone northern window. Several parchment scrolls hang on the walls, and an oddly shaped miniature tree grows in a pot nearby. Its branches wind about one another in such a manner that it is difficult to discern where one ends and another begins.

Marik's chamber has been unoccupied since Adacon's tomb was opened and the fell energies sought out the most potent creature in the complex. Marik wrote a short plea on a scrap of parchment and jammed it into the bamboo doorframe—anyone who exits this area by the door automatically notices the warning.

"Saris... forgive me... it is too late. I am dead but must still be killed, lest the evil grow. Seek me in the Winding Way... remember what we spoke of and you can pass the trials with ease."

The message scribed, Marik used the rest of his dying humanity to make his shambling way to the Trials of the Winding Way, hoping to stave off the undead energy consuming him by studying the Manual of the Winding Way long enough for Abbott Saris to rescue him.

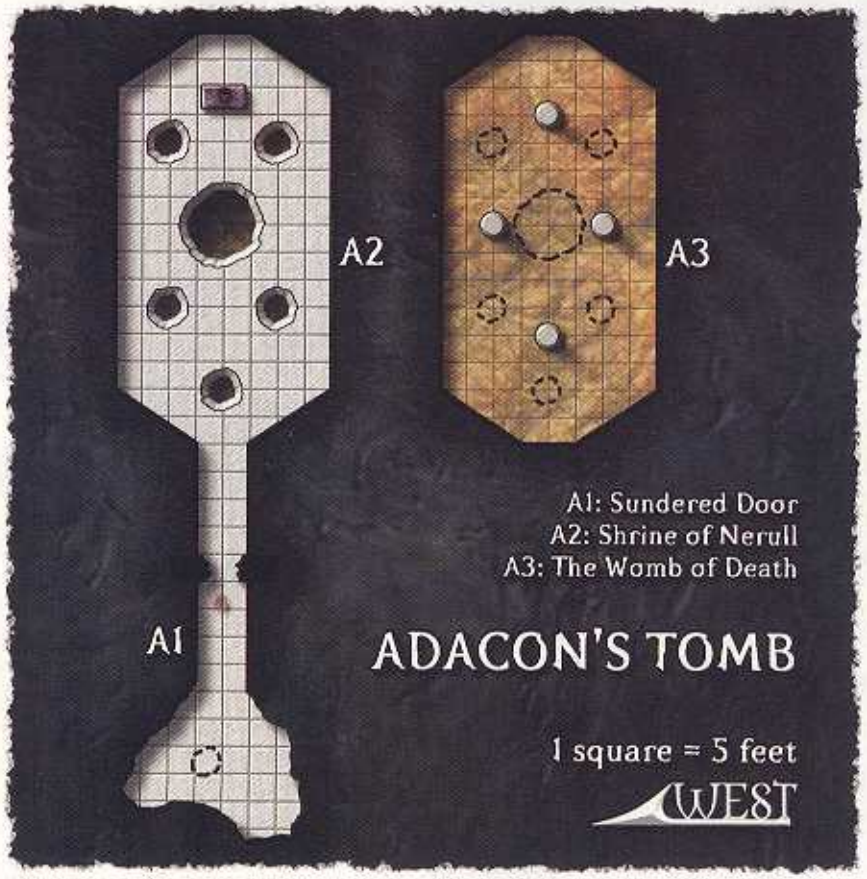
A search of his desk uncovers several letters in a drawer. The most interesting of them unveils the nature of the ancient tomb below area **T17**.

A Letter to Marik

Old friend, the secret of the chamber beneath proves darker than either of us imagined. I have dispatched this missive in great haste. I pray my messenger reaches you quickly, for my research has borne ill fruit. The sealed door you showed me on my last visit must not be breached! I know you are well-traveled, but I doubt you know the history of the mountains in which you have made your home. I myself only now have uncovered their darkened past. Darkmoon is so called in reference to an age of great darkness. Long ago, a fearsome necromancer named Adacon dreamed of an empire of the dead. "Dead men have

no ambitions," he once wrote. His gruesome plan began with the spawning of hideous undead minions. He created only those who could procreate—this is how he planned to seed his empire. He was slain, but he left a terrible legacy. Deep in the mountain's belly he placed his wombs of death, filling them with his undead minions. Old friend, you have guessed by now where my narrative leads. The door you have unearthed below your temple seals one of Adacon's tombs. If it is breached, those within will escape and spread. Adacon's empire will rise again. Marik, old friend, I ride hard upon this messenger's heels. I need only some time to gather my strength and pray for the power needed to destroy the undead host within. Prepare yourself, most honorable abbot, the most desperate hour is almost upon us.

Abbot Saris, Temple of Water Ridge



T17. Entrance to the Tomb

The walls of this building are ruined, and the structure barely stands on its own. The floor has subsided into a massive sinkhole, the base of which is a narrow but short shaft that opens into a larger cave below.

This building once served as a storage shed and guard post for the entrance to Adacon's tomb below; when Galen breached the seal, the undead within surged out and quickly obliterated all living creatures in the temple complex. The sinkhole leads down to area **A1** of the tomb. A relatively easy DC 10 climb down to the base of the sinkhole brings a character to a 20-foot vertical drop into the cave below.

Chapter Three: Adacon's Tomb

Although Adacon's remains are not inside, this area once contained a fair number of his undead minions. The entire area is carved from the solid bedrock below the temple, and long exposure to fell energies has created a perpetual *desecrate* effect in areas **A2** and **A3**; this effect functions at caster level 30. Undead in Adacon's tomb gain a +2 profane bonus on attack rolls, damage rolls, and saving throws, and turn undead checks suffer a –6 profane penalty. They also gain +2 hit points per Hit Die. These bonuses are calculated into the stat blocks where appropriate. The entire place is unlit, cold, and ominous.

A1. Sundered Door

The door to the tomb was made of obsidian and inscribed with several runes designed to protect the undead within as much as to hide them from magical detection and divination. Broken by Galen (who used his Use Magic Device skill and a scroll of *stone shape* to open the door), the door is now little more than a ruined slab of stone.

A faint red stain is noticeable just south of the sundered door. This blot is all that remains of Galen, who was obliterated the instant he unleashed the evil within.

A2. Shrine of Nerull (EL 15 or 17)

The walls of this cavernous chamber contain dozens of niches and outcroppings. A large obsidian slab bearing the grim image of a black skull squats at the northern end of the room. Gruesome offerings adorn the slab—decaying pieces of flesh, split bones, and spilt entrails. Bloated insects buzz about the stinking carrion. The scent of death hangs in the air but is accompanied by a strange hint of exotic spice. The combination of odors in the room creates a sickening sweetness. Several large, roughly circular pits in the floor lead down to what looks like a chamber below this one, a chamber filled with the angry buzzing of more hungry insects.

This terrible chamber is an ancient shrine dedicated to Nerull. A successful Knowledge (religion) check (DC 25) identifies it as such, and also reveals that the shrine is hundreds, perhaps even over a thousand years old.

Creature: This chamber is guarded by one of Adacon's most devoted servants, a cleric of Nerull who voluntarily accepted undeath so as to serve as a guardian and protector of the tomb for all the ages to come. This is Heorgrath, a mummy lord. His charge is the care and protection of

this tomb until Adacon's army is ready to mobilize, at which point he is to abandon the tomb and serve as a commander under the one chosen to lead the army. He can feel that Marik has been chosen by the tomb to lead, but also knows that the monk still he clings tenaciously to his values. With each passing day, Heorgrath feels Marik's grip slipping; soon now, the fully transformed monk will emerge from the Winding Way to release Heorgrath from his task and ask him to help lead Adacon's children into a new age. Until then, the mummy is content to wait.

Heorgrath, Male Mummy Lord, Cleric 10: hp 133; *Monster Manual* 190.

Possessions: +1 breastplate, +1 animated heavy steel shield, cloak of resistance +2, rod of thunder and lightning, 3 potions of gaseous form. Heorgrath's possessions are all archaic and ancient; although different from those possessed by the mummy lord detailed in the *Monster Manual*, they do not alter his combat statistics.

Tactics: Heorgrath makes optimal use of his spells in combat, casting *air walk, shield of faith, spell resistance, divine power,* and *divine favor* in that order if he has the chance. He uses *insect plague* and *giant vermin* to create two Large monstrous spiders to delay the characters in melee if necessary to cast these spells. He starts combat by using his *rod of thunder and lightning* until engaged in melee.

Also, once combat starts, the hullathoin in the chamber below quickly comes to the mummy's aid. It can't clamber up from below, but it can attack any creatures within 5 feet of a pit with its tentacles, and it sends bloodfiend swarms up to attack them as well.

A3. The Womb of Death (EL 16)

A horrifying layer of mummified tissue and organs mixed with splintered bones obscures the true floor of this fifteen-foot-high chamber. The air is cold and moist, and almost visible with the stale stink of centuries of death. Clouds of insects buzz angrily in the air or cling wetly to the dripping walls. Several large holes in the ceiling open up to a room above. Several crudely constructed coffins sit against the walls of the place, stinking black earth leaking from their partially closed lids.

Creatures: This room is where the bhuts, abyssal ghouls, forsaken shells, the nightwing, and the other various undead creatures Adacon created were hidden for hundreds of years. The coffins are used by the fiendish vampire spawn created by the current denizen of this room, although one of them is used by Baran (see area **T14**).

The only denizens of this chamber now are five clouds of bloodfiend locusts and a single hulking hullathoin. One of Adacon's deadliest creations, the hullathoin stands twenty feet high at the shoulder and walks on four long, powerful legs. It has a skeletal head with a massive maw, and two powerful tentacles protrude from its shoulders. Its mottled gray and black body seems to carry some sort of wasting illness, as angry, red, pus-filled and insect-heavy sores pulse and weep in its flesh.

The hullathoin cannot easily escape this room without magic assistance. Eventually, Heorgrath uses a *potion of gaseous form* on the hullathoin to enable its transition to the world above, but for now the massive undead menace is stranded here.

Hullathoin: CR 15; Huge undead; HD 16d12; hp 136; Init –1; Spd 60 ft.; AC 27, touch 7, flat-footed 27; Base Atk +8, Grp +26; Atk +19 melee (2d8+12/19–20 plus poison, bite); Full Atk +19 melee (2d8+12/19–20 plus poison, bite) and +16 melee (1d8+7, 2 stamps) and +16 melee (1d6+7 plus poison, 2 tentacles); Face/Reach 15 ft./10 ft. (20 ft. with tentacles); SA deform, exude bloodfiend locust swarm, improved grab, improved grapple, poison, rebuke undead, ring of pus; SQ blindsight 60 ft., damage reduction 15/magic and silver, fast healing 8, immune to cold, immune to electricity, resistance to fire 15, resistance to sonic 15, scent, spell resistance 26, undead traits; AL NE; SV Fort +9, Ref +6, Will +15; Str 30, Dex 8, Con —, Int 12, Wis 16, Cha 12; *Fiend Folio* 96.

Skills: Balance +18, Climb +29, Listen +22, Spot +22, Swim +29.

Feats: Cleave, Great Fortitude, Improved Critical (bite), Multiattack, Power Attack, Weapon Focus (bite).

Languages: Common, Draconic.

Deform (Su): Once per round, when a hullathoin has an opponent pinned with its tentacle, the pinned creature takes normal tentacle damage and must make a DC 18 Fortitude save or take 1d6 points of Charisma damage.

Exude Bloodfiend Locust Swarm (Su): As a standard action the hullathoin can exude a swarm of blood fiend locusts. The swarm does not attack the hullathoin or its undead minions.

Improved Grapple (Ex): While grappling with its tentacles the hullathoin is not considered to be grappling and may continue to act normally without taking a penalty on its grapple checks. It does not take the standard –20 penalty on grapple checks for using only part of its body in this case.

Poison (Ex): Injury, bite, or tentacle, Fortitude DC 19 negates, initial damage 1d10 Strength, secondary damage 1d10 Strength.

Rebuke Undead (Su): A hullathoin can rebuke or command undead as a 20th-level cleric. Fiendish vampire spawn created by its bloodfiend locusts are automatically commanded upon creation, although they still count against the total number of Hit Dice of undead the hullathoin can command.

Ring of Pus (Ex): Once per day a Hullathoin can spew forth a 30-foot spread of pus from the sores that cover its body. Creatures caught in this area must make a Reflex save (DC 18) or take 5d6 points of acid damage and 1d6 points of Strength damage. Success on the save negates the Strength damage and half of the acid damage. Victims who fail the save are also nauseated for 10 rounds.

Bloodfiend Locust Swarm (5): CR 8; Fine Vermin (extraplanar, swarm); HD 14d8+28; hp 91; Init +4; Spd 20 ft., fly 20 ft. (perfect); AC 27, touch 22, flat-footed 23; Base Atk +10; Grp —; Atk/Full Atk swarm (3d6 plus energy drain); Space/Reach 10 ft./0 ft.; SA distraction (DC 19), energy drain (DC 19); SQ reanimate, swarm traits, vermin traits; AL CE; SV Fort +11, Ref +8, Will +5; Str 1, Dex 18, Con 14, Int —, Wis 13, Cha 11; *Fiend Folio* 170.

Energy Drain (Su): A living creature that takes damage from a blood-

fiend locust swarm gains one negative level. A successful Fortitude save (DC 19) made 24 hours later removes the negative level.

Reanimate (Su): A humanoid or monstrous humanoid killed by a bloodfiend locust swarm's energy drain rises 2d6 hours later as a fiendish vampire spawn.

Tactics: The hullathoin's blindsight ability allows it to pinpoint the locations of any characters in this room or in the room above (area A2), although it waits for Heorgrath to start fighting before it joins the battle. It sends bloodfiend locust swarms up to keep the PCs from reaching the mummy, and attacks anyone within 5 feet of one of the holes with its tentacles. Anyone it grabs it pulls down into this room to crush, poison, and deform before turning the barely-alive body over to a swarm for transformation into a fiendish vampire spawn.

Bloodfiend Locust

Chapter Four: Trials of the Winding Way

The only entrance into the Trials of the Winding Way is via a pair of double doors that face out into the garden (area **T4**). This door is made of stone, and is locked by an *arcane lock* (caster level 18). Marik can open the doors by touching his medallion to them; doing so suppresses the lock for one minute. Those monks who pass the Trials of the Winding Way are given duplicate medallions, but of the monks who have passed the trials, only Baran (area **T14**) still lived at the monastery when Adacon's tomb was opened.

Attempts to enter the building without using the medallion from area **T13** should be difficult. Since the structure is in fact a massive block of solid rock laboriously carved into the shape of a building, and much of its interior is solid, attempts to *dimension door* or otherwise teleport blindly inside are perilous if the PCs don't know the layout beforehand. Finally, all creatures inside are affected by a *dimensional anchor* effect. This final effect was placed to ensure a monk couldn't panic and use abundant step to "cheat" at any of the trials.

Many of the trials, while conceived by Marik, were actually designed and built by an 18th-level sorcerer ally of Marik's named Lacon. His workmanship is phenomenal, from the work on the traps themselves down to the seals on the doors. Unless otherwise indicated, magic effects in the Trials function at caster level 18.

All of the doors in the Trial of the Winding Way are made of magically reinforced solid stone. In addition, they bear *arcane locks*. The *arcane locks* are programmed to deactivate temporarily under specific circumstances tied to the completion of one of the trials. An *arcane lock* automatically reactivates after 1 minute, closing the door with an effective Strength score of 40. Creatures that fail to move out of a closing doorway and also fail to hold it open with an opposed Strength check are crushed for 10d6 damage and held in place until the door is reopened. These doors are in fact magic items, so a successful *dispel magic* only deactivates an *arcane locked* door for 1d4 rounds. *Knock* deactivates a door for 10 minutes.

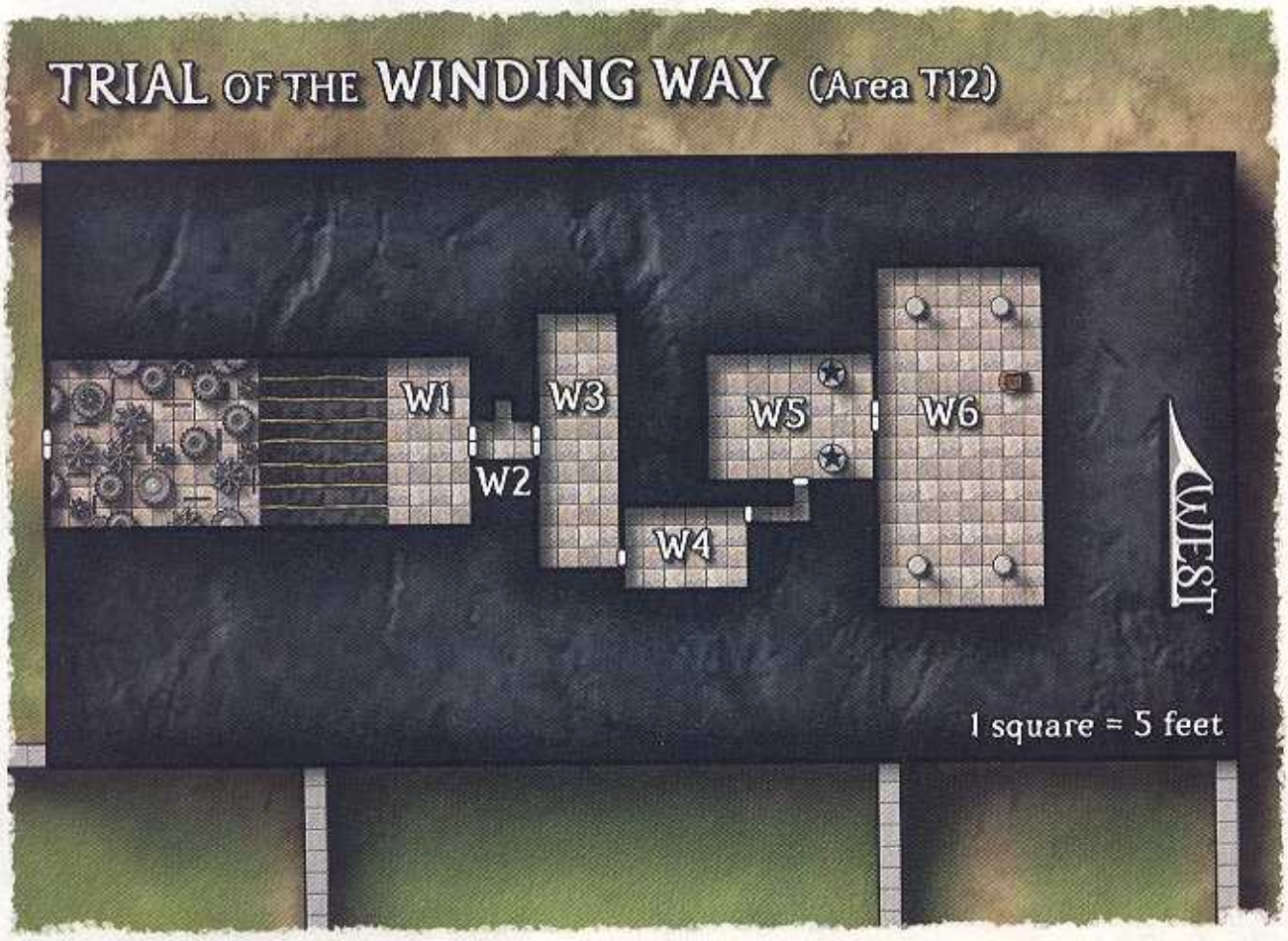
Numerous *continual flame* spells serve to light the chambers within.

Magic Door: 4 in. thick; Hardness 16; hp 120; Break DC 48; *arcane lock* caster level 18.

W1. The Hall of 10,000 Blades (EL 13)

This enormous chamber is clouded in places with colored smoke and incense. The entire hall is filled with movement and the grinding, whirring din of machinery. Axe blades attached to heavy barbed chains swing and dance in random patterns, slicing through the air and disappearing into the smoke. Serrated sword blades spring up at random from nearly imperceptible slits in the floor. Circular sawblades slide in and out of the walls and ceilings with terrifying speed. The room is an enormous deathtrap of blades, some of which glow with magical light and cast the room into a dizzying kaleidoscope of color. Beyond the blades yawns a vast pit. Thick ropes are stretched taut across the pit, somehow untouched by the scores of blades. On the opposite side of the pit, the room is ominously clear of any obstructions. A single doorway beckons from the center of the northern wall.

Trap: The first Trial of the Winding Way is a lethal trap devised to test a



student's skill at tumbling, jumping, and dodging attacks. In order to pass through the room, characters must first evade a forest of whirling blades, then cross a pit by balancing or clambering along a rope, and finally make it through a storm of shurikens.

In the southern half of the room, characters must tumble and duck their way through the blades to the pit. These blades can reach any character in the 10-foot-high room; flight does not offer an easy way through. Each round, a character is attacked by the blades in the room. In addition, moving through the room provokes attacks of opportunity. Every 5 feet a character moves, the blades make a single attack of opportunity against him. Moving through the area by making 5-foot adjustments prevents these attacks of opportunity, but does not prevent the standard one attack per round. The safest way to navigate the whirling blades is by tumbling through them. Each square tumbled through requires a separate Tumble check. Since the character is effectively tumbling through squares occupied by the enemy, the initial DC is 25, and increases by +2 for each additional square. Remember that characters move at half speed while tumbling.

The central half of the room consists of a 100-foot-deep spike-filled pit. The pit walls are quite smooth and cannot be climbed without magic. The ropes stretched across the pit are held taut, and are intended to be used as tightropes to cross the pit. Moving across a rope in this manner requires a DC 20 Balance check. Characters may also clamber hand-over-hand with a successful DC 15 Climb check. Adventurous characters can even cut a rope and swing down to the opposite side of the pit. Slamming into the far wall inflicts 3d6 damage (which forces an immediate DC 5 Climb check to avoid being knocked off the rope), but otherwise it's a brief 30-foot DC 5 climb up the wall with the rope to the other side. A character that falls into the pit may be doomed unless a rope is lowered to him. With a rope, it's a DC 5 climb check to clamber up, but without a rope the perfectly smooth walls are impossible to climb.

Of course, crossing over the pit is made much more difficult by the randomly lashing barbed chains and axe-bladed pendulums that whirl in the air around the ropes. These blades are calibrated to never actually touch the ropes for two rounds after weight is first placed on a rope, but creatures clambering along or balancing on the ropes provoke an attack of opportunity from the whirling blades just as in the southern section of the room. Each time a character is hit by a blade while climbing or balancing, he must make a Climb or Balance check against the same DC (either 15 or 20) to avoid being knocked off the rope and into the pit. On the second round of continuous weight placed on a rope, blades emerge from the rope's two anchoring points and angle toward the rope. On the third round, these blades cut the rope loose,

plunging it and anyone using it into the pit. Flying characters can move across the pit without the ropes, of course, but still provoke attacks of opportunity from the whirling blades.

Finally, although the northern 20 feet of this room appears to be empty and safe, the floor consists of hundreds of pressure plates. Any weight placed on the floor causes dozens of poisoned shurikens to launch from slots in the walls and ceiling, filling the entire northern 20 feet of the hall with peril. There are enough shurikens loaded in the launchers to fuel a full minute of fire.

Whirling Blades: CR 4; mechanical; location trigger; automatic reset; Atk +20 melee (2d6/18–20/×3, whirling blade); Search DC 0; Disable Device DC 35 (success disables the blades in a single 5-foot square); Hardness 10; hp 30 per 5-foot square.

Spiked Pit: CR 5; mechanical; location trigger; automatic reset; 100 ft. deep (10d6, fall); pit spikes (Atk +10 melee, 1d4 spikes per target for 1d4+5 each); Search automatic; Disable Device impossible.

Fusillade of Wasp-Poisoned Shurikens: CR 8; mechanical; location trigger; automatic reset for 10 rounds, then manual reset; Atk +20 ranged (1d2 plus poison, shuriken); poison (giant wasp venom, DC 18 Fortitude save resists, 1d6 Dex/1d6 Dex); multiple targets (1d8 shuriken per target in the northern 20 feet of the room); Search DC 25; Disable Device DC 25.

Treasure: Abbot Saris from the Temple of Water Ridge only made it as far as the pit trap in his attempt to reach Marik and free him from the taint of evil; his shattered body lies impaled on the spikes below. Much of his equipment was ruined by the fall, but his *amulet of natural armor +3*, *minor circlet of blasting*, and *ring of evasion* survived the fall intact. A shattered Winding Way key amulet lies near his corpse. If the PCs return his remains to his temple, the grateful monks there allow the PCs to keep these items.

Ad-Hoc Experience Award: Award the party experience as if they defeated a CR 13 creature if they successfully navigate this room.

W2. Control Lever

A single stone lever protrudes from the wall in an alcove to the west.

The lever is a failsafe switch used to control the Hall of 10,000 Blades. If it is pulled to the up position, the whirling blades and the fusillade of shuriken traps in area **W1** grind to a halt in 1d4 rounds.

W3. The Hall of Conflict (EL 16)

This large, empty room is devoid of decoration, save for a looming, twenty-foot-tall obsidian statue of a human monk that stands to the east.

Creature: The second chamber on the Winding Way is simply a large room that resembles the training hall outside (area **T13**). The specially designed greater stone golem tested a monk's ability to defeat an opponent by using precision attacks against specific parts of the body, as well as the monk's ability to avoid being struck in combat.

The golem is, of course, the 20-foot-tall statue in the eastern end of the room. It animates 1 minute after a living creature enters this room, or immediately upon being attacked. When the golem animates, the door to area **W2** automatically closes and locks, even if it hasn't been open for a minute. In most regards, the training golem is identical to a greater stone golem. The major difference is the glowing crystals built into its body, which correspond to various pressure points in humanoid anatomy the monks are taught to strike at in combat.

Training Golem: hp 271; SQ crystal chakras; *Monster Manual* 136 (greater stone golem).

Crystal Chakras (Ex): The training golem has three crystal chakras built into its body to represent "weak points" that correspond to pressure points on humanoid bodies. The crystal chakras are normally shielded by stone panels and cannot be targeted. As the golem animates, these panels open and close in a rhythm. Crystal chakras are located on the right side of the golem's back, beneath the chin, and below the sternum. For the first three rounds of combat, all three crystals remain covered by stone (this is meant to test Marik's students' ability to avoid attacks). On the fourth round, the back chakra panel slides open and reveals the crystal within. On round five, the chin chakra panel opens and the back panel closes. And on round six, the chin chakra closes and the sternum panel opens. Each time a panel opens, characters may make a Spot check (DC 15) to notice the revealed crystal.

A chakra crystal is treated as a Fine object; combined with the golem's Dexterity bonus, this gives the crystal an Armor Class of 16. Each crystal has Hardness 8 and 5 hit points. The crystals share the golem's immunity to magic, but not its damage reduction.

When the back crystal is broken, one of the golem's arms goes limp—it now makes only one slam on a full attack, and suffers a –4 penalty on all attack rolls.

When the chin crystal is broken, the golem staggers and stumbles and becomes stunned for one round.

When the sternum crystal is broken, the golem staggers and takes a –8 penalty to its Strength score.

Once all three crystals are broken, the golem deactivates. It is not destroyed, but it does not function until the crystals are replaced (a procedure that requires several weeks of work by a gemcutter with the Craft Construct feat). The door to area **W4** opens if the golem is destroyed or deactivated.

Ad-Hoc Experience Award: Since this greater stone golem has built-in defects, award 75% the normal experience award if the PCs defeat it (even if they don't figure out the construct's weaknesses).

W4. Hall of Patience

This chamber is softly lit with spots of flickering blue radiance along the ceiling. The room contains no furnishings, save for a single bamboo mat in the center.

The radiance that lights this room is a variant of *continual flame* that provides light equivalent to starlight. Marik built this chamber to test his students' patience and resolve; they were expected to remain absolutely still and silent for 8 hours in order to progress. A character who makes a successful DC 20 Knowledge (religion) check recognizes the setup of the room as a meditation chamber wherein aspirants are expected to seek inner peace through silence and stillness.

The flickering continual flames in the ceiling above can detect sound and motion (as if by *true seeing*), and have Listen and Spot check modifiers of +10. The door to the north that leads to area **W5** won't open until 8 hours have passed after the "student" enters the room. Each hour, those attempting to remain still and silent must make successful Hide and Move Silently checks opposed by the sensors' Spot and Listen checks. Failure indicates that the 8 hour wait time resets. After 8 hours, the door to the north opens with a soft click, allowing passage to area **W5**.

Nothing here prevents PCs from using alternate methods to force open the door early, aside from the door itself.

Ad-Hoc Experience Award: If the PCs manage to pass the trial of patience by remaining quiet and still for the full 8 hours, award them XP as if they had defeated a CR 10 creature.

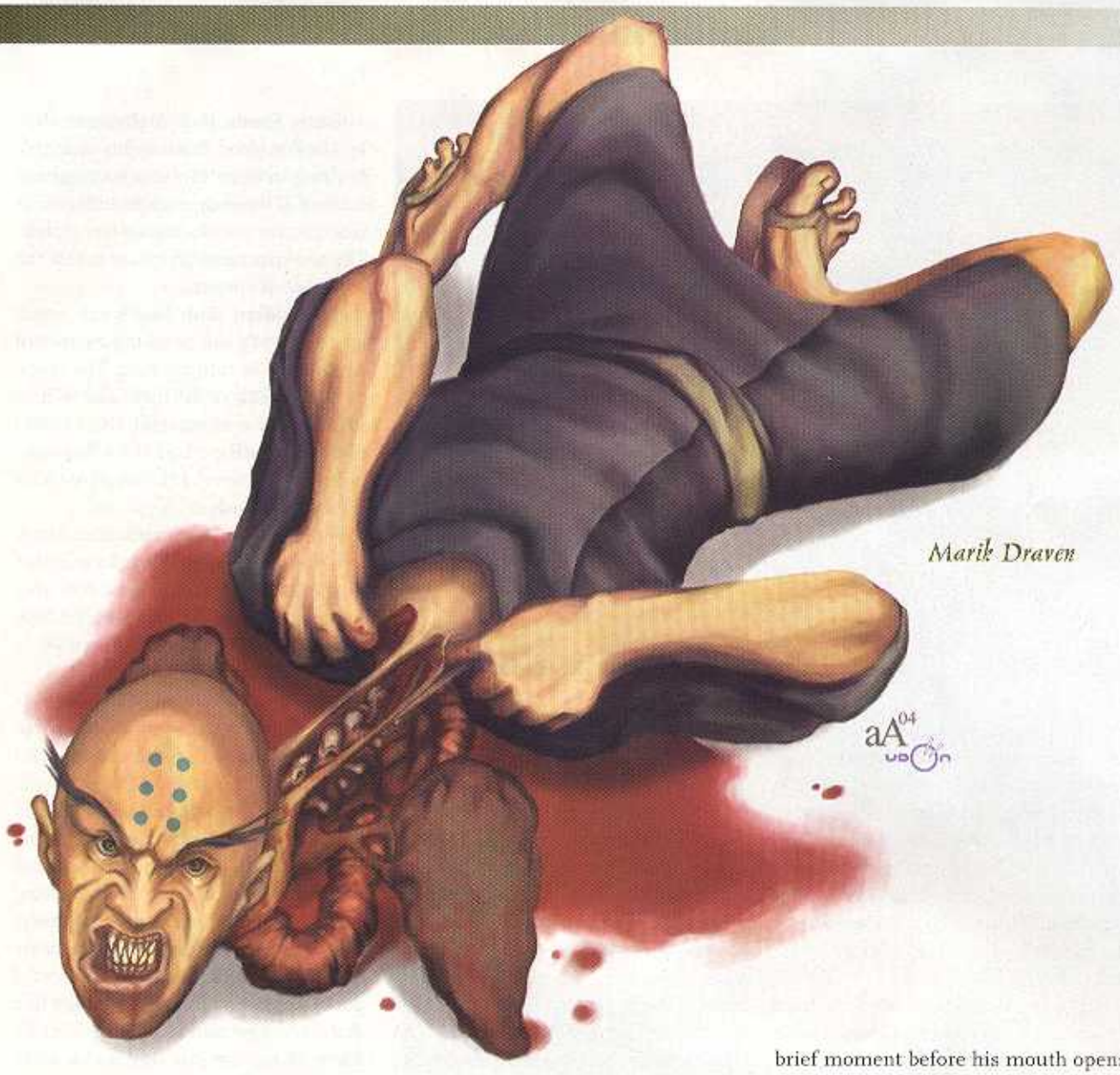
W5. Hall of Choice

A pair of statues are this chamber's only furnishings. To the west sits a grotesque image of a fanged humanoid being, seated in lotus position. The statue's visage is one of torment and anguish, its features twisted into a pained snarl. Its taloned hands hold a stoppered calabash. The eastern statue is of a human woman, also seated in lotus position. Her beautiful face is serene and peaceful, eyelids half shut, features relaxed. It too holds a calabash in its hands.

The doors to area **W6** are closed, but they do not lock with an *arcane lock*. Passage through this chamber is not dependant on successfully passing a trial, unlike the other chambers in the Winding Way.

A student who has progressed this far is presented with a choice. He must decide if he wishes to face a possibly agonizing death at his master's hands in the next room, or if he feels he is not capable he has one final opportunity to embrace the purity of death on his own terms.

The stoppered containers the two statues hold are magical. Once per day, they fill with up to three doses of clear, sparkling liquid. The demonic, tormented statue represents the anguish of life—its calabash contains three doses of *potion of cure serious wounds*. The statue opposite represents the serene repose of death—its calabash contains black lotus extract (contact DC 20, initial 3d6 Con, secondary 3d6 Con). The potions and poisons created by the statue are inexorably tied to their statues. If bottled and transported from the Winding Way, they revert to water.



Marik Draven

Although the potion and poison are transmuted by their statues to be indistinguishable, a successful DC 25 Knowledge (religion) check allows a character to determine the proper symbolism for each statue.

W6. The Hall of Enlightenment (EL 16)

This simple chamber is nothing but a fighting hall with four pillars and a lectern. A strange glass sculpture filled with colored liquid that drips rhythmically through intricate channels sits on the lectern next to a plain but thick tome. A plain wood quarterstaff lies discarded at the lectern's base. The room's walls are lined with bamboo, and the roof is obscured by thatching. A gentle breeze carrying the faint scent of sandalwood wafts through the room.

This chamber presents the final trial of the Winding Way. Traditionally, students who successfully navigated the first four halls faced Marik Draven here in personal combat—in order to pass the test, the student had to match the master's combat technique for 2 full minutes (measured by the water clock on the lectern) without being knocked out (or killed).

Creature: A lone monk sits in lotus position near the lectern facing the door, his hands rest in a mudra upon his lap. When he notices anyone enter the hall, he looks up with a terrible expression of despair and sadness for a brief moment before his mouth opens to reveal jagged teeth, and his eyes bulge and glow with demonic light. An instant later, the crazed expression and hellish features subside and a brief moment of serenity fills his countenance. His hands come together, fist in palm, in salute. He speaks in a distorted voice: "Come, my student, let this be my final test. Do not fail me, for I have lost the Winding Way."

This is Marik Draven, the tragic abbot of the Temple of the Winding Way. Marik was deep in a meditative trance when Galen opened Adacon's tomb. The surge of formless evil unleashed by Galen tore through him and obliterated him in an instant, judging him unworthy as a host. As the undead within began escaping, the evil energy quickly located and sought out the most powerful life-force in the area: Marik.

Minor Artifact–Manual of the Winding Way

Marik's crowning achievement is the *Manual of the Winding Way*. It was written by him over the course of three days of frenzied focus after perfecting his fighting style. His students believe that his hand was guided by a higher spirit. However the tome was created, its contents are potent and powerful. Monks have a better chance to benefit from the book than most and may add their monk level to any Wisdom checks made to comprehend the *Manual*'s contents.

The manual is divided into three sections. Comprehending a section requires a successful Wisdom check (DC 20). Failure indicates the reader can never learn the secrets of that section, while success means the reader gains a permanent benefit of some sort. Reading a section takes 24 hours over a minimum of three days. A reader may only ever benefit from a section once.

Section 1—Philosophy of the Winding Way: The first section covers Marik's philosophical theories on the universe and how to exist within it. Successfully studying this section grants a permanent +1 bonus to the reader's Wisdom score.

Section 2—Physicality of the Winding Way: The second section is a treatise on movement in the Winding Way. A character who successfully studies this section gains Dodge as a bonus feat (even if he doesn't normally qualify for this feat). If the reader already has Dodge, he instead gains Mobility as a bonus feat. If he has both Dodge and Mobility, he gains Spring Attack as a bonus feat. If the reader has all three feats at the time of reading, he instead gains a permanent +2 bonus to his Dexterity score.

Section 3—Spirituality of the Winding Way: The final section details numerous spiritual and mental drills that attune the practitioner to the minute vibrations of air and energy (ki) emitted by all things. A character who successful studies this section gains the blindsight ability to a range of 30 feet. Blindsight is detailed on page 290 of the *Dungeon Master's Guide*.

Strong Transmutation; Caster Level 20th; Weight 10 lb.

It infused his body, but was unable to replace his soul. Marik maintained enough of his humanity for a short time, and fled here immediately after leaving a letter of warning in the doorframe of his barracks. Marik had hoped that by studying the *Manual of the Winding Way* and meditating within the trapped halls he could stave off the evil long enough for someone to save him.

Unfortunately, he underestimated the evil, and his pained utterance to the PCs is his last act as a man before the evil within completes his necromantic transformation into a horrid undead known as a pennaggolan. An instant later, he screams in ecstatic pain as his head tears horribly free from his body, bringing with it coils of greasy, dripping entrails. The head and entrails attacks the PCs immediately, while the body remains seated in lotus position, hollow yet upright and calm.

Marik Draven, Male human pennaggolan Monk 14: CR 16; Medium undead; HD 14d12; hp 91; Init +9; Spd fly 50 ft. (good); AC 26, touch 22, flat-footed 21; Base Atk +10, Grp +16; Atk +18 melee (2d6+4/19–20, unarmed strike); Full Atk +18/+18/+18/+13 melee (2d6+4/19–20, unarmed strike) and +12 melee (1d4+3, entrails) and +12 melee (1d6+3, bite); SA blood drain, constrict, create spawn, domination, fear aura, improved grab, ki strike (magic and lawful); SQ abundant step 1/day (caster level 7), alternate form, blindsense 30 ft., damage reduction 5/good, diamond body, fast healing 5, improved evasion, purity of body, resistance to cold 10, resistance to electricity 10, slow fall 70 ft., spell resistance 24, still mind, +4 turn resistance, undead traits, wholeness of body (28 hit points/day); AL LE; SV Fort +9, Ref +16, Will +13 (+15 against enchantments); Str 14, Dex 20, Con —, Int 14, Wis 19, Cha 17; *Oriental Adventures* 189.

Skills: Balance +24, Bluff +11, Concentration +12, Craft (carpentry) +10, Hide +13, Knowledge (religion) +16, Listen +31, Move Silently +13, Search +10, Sense Motive +12, Spot +31, Tumble +22.

Feats: Alertness[B], Combat Reflexes[B], Deflect Arrows[B], Dodge, Improved Critical (unarmed strike), Improved Grapple[B], Improved Initiative[B], Improved Trip[B], Lightning Reflexes[B], Mobility, Spring Attack[B], Stunning Fist (14/day, DC 21), Weapon Finesse, Weapon Focus (unarmed strike).

Languages: Common, Draconic, Elven.

Blood Drain (Ex): If Marik pins a victim, he can drain blood with his bite at the rate of 1d4 Constitution drain per round.

Create Spawn (Su): A character slain by Marik's blood drain ability is at risk of rising in three days as a pennaggolan himself. If the body remains unburied at this time, the transformation is complete. The new pennaggolan is not under the control of its creator.

Domination (Su): Marik can crush an opponent's will by taking a standard action to gaze into his eyes. The range of this attack is 30 feet. The victim must make a successful DC 21 Will save or be affected as if by *dominate person* (caster level 12). The save DC is Charisma-based.

Fear Aura (Su): As a free action, Marik can exude an aura of fear to a radius of 30 feet. All creatures in this area must make a successful DC 21 Will save or become shaken. The save DC is Charisma-based.

Improved Grab (Ex): To use this ability, Marik must hit with his entrail attack. If he gets a hold, he can constrict and bite.

Alternate Form (Su): Marik can make himself appear humanoid by squeezing his entrails back into the shell of his original body, after first soaking the entrails in vinegar to reduce their engorgement. In this form he appears to be his original alignment (lawful good) when examined with spells like *detect evil*. He cannot be turned in this form. If his body is destroyed while his head is separated, Marik dies in 1d4 days.

Possessions: *Amulet of mighty fists +2, belt of giant strength +2*, boots of striding and springing*, deep red sphere ioun stone* (+2 enhancement bonus to Dexterity), *dusty rose prism ioun stone* (+1 insight bonus to AC).

*These items are found on Marik's body, and thus do not help him once he completes his transformation into a pennaggolan. Any benefits to his statistics above are not included for these items as a result.

Tactics: Marik brings the full brunt of his martial skill against the PCs in this battle, using Improved Trip, Stunning Fist, and his constrict ability to keep the enemy on the defensive as long as possible. He relies on his fear aura to further split the party's defenses, and only

retreats up near the ceiling to use his domination attack if brought below 30 hit points. Anyone he successfully dominates is mentally compelled to attack as Marik commands.

Treasure: Apart from Marik's gear, the only item of value in this room lies open atop the lectern—the *Manual of the Winding Way*.

Concluding The Adventure

In order to ensure the defeat of the undead, the PCs must successfully defeat Marik, Baran, Heorgrath, and the hullathoin; these four undead represent the driving force behind Adacon's legacy. If they are destroyed, any surviving undead in the area eventually disperse to the wilderness to fend for themselves.

If the PCs came to the temple looking for Abbot Saris and find his body in the pit in area **W1**, the Temple of Water Ridge is crestfallen but thankful to have closure over his disappearance. If the undead remain, the new abbot may ask the PCs to finish destroying them. They may also ask the PCs to search the mountains for other tombs that Adacon may have left; they don't want the PCs to open them, but they do want them to locate the sites so the monks can create guard posts near each of the tombs.

If the PCs were hired to steal the *Manual of the Winding Way*, what they do with the artifact is up to them. If they sell it to the Covenant of the Knife, the guild is good for their word and pays the party the agreed-upon price. If the PCs are particularly diplomatic or intimidating (and manage to adjust the Covenant's initial attitude of indifferent to helpful (DC 30), they can convince the rogues to pay both the 12,000 gp *and* the *amulet of health +4* for the *Manual*. Of course, the *Manual's* actual value far exceeds even this award, so the PCs may be tempted to keep the artifact. If they do, Covenant agents spare no expense at tracking them down to extract revenge and steal the book.

As for the Temple of the Winding Way... once the undead threat is cleared out, the temple once again becomes a holy place. Pilgrims wishing to pay respects come from miles around and a new order of monks eventually takes up residence. The PCs may wish to leave the *Manual of the Winding Way* with them. If they do, the new order of the Winding Way honors Marik Draven as their founder. His image is preserved in statues and carvings all over the temple (as might those of the PCs), and his tradition of gentle pliancy in the face of adversity spreads in place of Adacon's curse. New temples devoted to the Winding Way are eventually founded throughout the land, and the monks who reside there live peaceably, taking up arms only to help local communities fight off evil threats.

Still a vagabond Mnk5/Thespian3 and now Freelance Writer2, this is Nicolas' second adventure in DUNGEON. This adventure is dedicated to five-time Push Hands champion of the P.R.C., Huang Kang Hui for teaching me the Winding Way, and to Tim Omara for teaching me the Way of D&D.

Scaling the Adventure

"The Winding Way" is designed for a group of four 14th-level characters, but with a little work it can be adapted for use by different level characters by adjusting all NPC class levels by an amount equal to the difference between the average party level and 14. Specific changes to the adventure follow.

13th-level PCs: The advanced bhuts should be encountered in groups of 2 or 3. Remove the dread wraiths from encounter T2, and replace the nightwing with a pair of devourers. Heorgrath and the hullathoin should be separate encounters; you might even consider "sealing the tomb" from the PCs until they gain a level or two since these encounters are particularly difficult.

15th–16th Level: Advance all the non-classed undead in the adventure by 4 Hit Dice for every level by which the PCs exceed 14th level. If the undead's advancement "tops out," give them 2 additional fighter levels in place of the 4 Hit Dice (do not advance the vampire spawn in this manner). Add several incorporeal undead to harass the PCs as they pass through area W1. Feel free to add some more exotic undead creatures like famine spirits, deathshriekers, necronauts, or even a crawling head.

MOUNT ZOGON
HELLO. I AM GOING AROUND COLLECTING GOLD, SILVER, SEMI-PRECIOUS STONES—WHATEVER YOU CAN SPARE—FOR THE MUMMY LORD IN ROOM 36. ADVENTURERS STOLE ALL HIS TREASURE WHILE HE WAS OUT WANDERING.
I HAVE A SILVER BELL I DON'T NEED! HE CAN HAVE THAT....
GEE.... A BELL? THANKS, BUT NO THANKS.
I THINK OFFERING A MERE BELL OFFENDED HIM, GALEENA.
IT DID?... MAYBE I HAVE SOMETHING ELSE THAT I FORGOT ABOUT! LET'S CHECK!!
HMM... NOPE ...NOTHING BUT THAT SILVER BELL ...
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MASTERING THE GAME

STARTING A NEW CAMPAIGN (PART 4) TABLE RULES

BY MONTE COOK
ILLUSTRATION BY KYLE HUNTER

Games have rules. We all have books full of them. But that's not what this column is about. As you get ready to start a new campaign, it's important that you decide how the game is going to played. Not the rules of the game, but the rules governing the people playing the game.

Table rules are not house rules. House rules are changes to the rules you make to personalize your game or to adapt the rules to your style of play or to your needs. Table rules don't have much to do with the rules in the rulebook.

Some people object to table rules. A game session is just a social gathering, and you don't make rules for your guests when you invite them over to watch a movie, right? Well, gaming is indeed a social situation, but it's one with a difference—roleplaying has a DM, and the DM has responsibilities for the game in ways that are different than a host's at a social gathering.

You need table rules in the same way that you need the regular rules of the game: to provide consistency and ensure fairness, and to make things move more smoothly and pleasantly. If someone misses a session, you as the DM should treat the situation the same way you did the last time it happened.

Table rules may seem authoritarian, but in practice they will actually make you seem less like a gaming despot. If you tell a player he's got to reroll his dice seemingly out of the blue, you might seem a little unfair or capricious. If you can remind him of the already discussed table rule that states that dice dropped on the floor are always rerolled, then you're just enforcing a rule.

DEVELOPING TABLE RULES

You're in charge, and the table rules of your game are yours. That said, letting the players in on the creation of table rules has advantages. It makes the players feel included, and thus they are that much more likely to care about the rules. It ensures that you don't implement a table rule that no one's going to want to deal with.

When a good game designer creates a new rule, he playtests it to make sure it works. In the same fashion, you should consider your table rules to be an evolving set of rules. If one doesn't seem to work in play, change it or get rid of it. Consider your table rules always "in playtesting."

Without further ado, let's talk about some specific issues you're going to want to consider covering with your table rules.

PLAYER ATTENDANCE

Every campaign needs a table rule regarding what happens when one player can't make it. This is a frequent issue and can cause problems for you whether you're a first-time DM or whether you've been running games for years. Possible table rules covering player absence include:

1. **If the majority of players can't make it, the game is postponed.** Those that can make it can do something else that evening. One possible solution is to have some fall-back game, whether it's a one-shot scenario ready to go that can be played with a smaller-than-usual group, a board game everyone likes, or a poker night. That way, those people that can attend still get to have some fun.

   The problem with this option is that nothing helps sustain a campaign's energy more than consistency and reliability. If you're canceling sessions frequently due to absences, the players are going to forget what's going on once you get started again, and things will have lost their momentum. A regular schedule maintains the energy of the players and the game in general. It's better if the players never have to ask "are we playing this week?" They always should be able to assume the answer is yes.

   Another option, which will cancel far fewer games, is: "We'll play without one person, but if two players can't make it, we'll cancel." However, you'll have to figure out what to do about the missing player. One of the below options can help you decide how you want to handle that.

2. **Missing Player Equals Missing Player.** As far as facilitating the game goes, this one is the easiest. Games go more smoothly when everyone plays their own character and the DM doesn't have to worry about running a PC. Unfortunately, this option can be disruptive to the story. If you ended last session in the Abyss, just as you're about to enter Demogorgon's lair, it's difficult to justify why Dergan the fighter suddenly disappears when his player goes on vacation. Did Dergan suddenly remember that he forgot to feed his cat back on the Material Plane? It's not impossible, of course, to come up with a plausible explanation, but it's a pain. Particularly because you know you'll have to then come up with an explanation for how he got back to the Abyss next session.

   The best way to handle this option is to always try to end each session at a point where a character could come and go—when the PCs go back to town to rest, for example. This is difficult at times and requires a lot of advance thought about pacing and plot on your part. It's easier to do in urban campaigns or those involving a lot of short missions rather than long epic quests.

3. **Another Player Runs the PC.** This option, and the next one as well, requires its own special table rule: every player must make sure that the DM has an extra copy of an up-to-date version of their character sheet. This way, the DM can hand the missing player's character sheet to a player that volunteers to run that PC for the session.

   Running two PCs can be difficult, particularly if they are higher-level or complex characters in any way (such as monsters with class levels). Don't make someone run an extra PC if they don't want to. If possible, consult with the missing player ahead of time regarding who will be playing his character.

   This process can, inadvertently, help develop the characters in the party. If Bruce is forced to run Erik's character for a night, Bruce is forced to think about things from the new character's point of view. He has to think about what Erik would have his character do in a given situation. Henceforth, he'll have a better handle on Erik's character, which helps Bruce imagine the whole situation more clearly—Erik's character seems more real to him, and everyone else sees the differences between Bruce playing his normal character and him playing Erik's character. Accentuating the differences of two characters grants them both greater realism in everyone's minds.

4. **You Run the PC.** Not wanting to burden any of the other players, you take on the task of running the PC. This is probably not the most desirable situation—frankly, you're busy enough. Still, sometimes it's the only way, like if the missing player didn't give you his character sheet and you've got to run the character without it. You're in a position to fudge the character's stats, but another player isn't.

What Happens if the Missing Player's Character Dies?

If a player's character is involved in the action with the player not present, decide right off the bat whether you'll allow the character to die or not. This isn't something you have to tell the players, but it is something you have to think about. Ultimately, it's probably a good choice to decide that it can't happen. The character can get captured, debilitated, paralyzed, or whatever, but they can't die. If the player returns and you have to tell her that her character is dead through no action of her own, that can't help but cause bad feelings toward you and whoever was running her character. Unless your group takes PC death very lightly, a PC should never die in a session unattended by the PC's player.

PLAYER ACTIVITIES

While I already addressed the importance of picking good, attentive players in an earlier column, sometimes you still might end up with players who want to play a video game, read a comic book, or talk on their cell phone during a game session. If these things don't bother you or anyone else sitting around the table, fine, but more than likely they will cause distractions and annoyance for you and the players and you should think about how you want to handle the situation ahead of time.

Is it OK to engage in other activities while the player is involved in a game? I'd suggest that your table rule should be "absolutely not." What if the player currently isn't involved, though? The party splits up, and you're dealing with one half—can the others go turn on the TV or pick a novel off your shelf? This one's trickier. One possible answer is that the DM can "excuse" some of the players from the game for a short time, at which point they're free to do what they want. But if a player's PC is out of the situation for just five minutes, you'd like them to remain at the table and pay attention rather than spend extra time getting them back and catching them up on what they missed.

QUESTIONING THE RULES AND THE RULINGS

Disagreements about the rules can bring a game to a screeching halt and can end a campaign entirely if they go too far. Table rules should address and regulate rules discussions and arguments in some fashion. How much is up to you, of course.

One recommended table rule is to have all DM rulings go unchallenged during the session. After the session, a player can approach the DM and discuss a decision or rules interpretation (or a forgotten rule) that he disagrees with.

Another table rule might be that the DM lays out what rulebooks he allows in his game and all rules in those books are adhered to without question during the session by everyone, including the DM (which means that the players can point out a rule the DM forgets during the game). In between sessions, the DM is free to alter his list of rules and rulebooks he allows, eventually developing a list of "house rules."

DICE, BOOKS, AND OTHER TOOLS OF THE TRADE

Dealing with dice and books are simple, straightforward issues, but they need to be addressed nonetheless.

In what cases must a die be rerolled? Do dice always need to be rolled where you can see them? Do players have to have their own dice?

Are there books that the players are required to have? Are there books the players cannot reference during the game?

Do the players need to provide a miniature figure or other token for their character on the battlemat? Are players

forbidden to play with the DM's carefully painted miniatures and dioramas?

TABLE TALK

Roleplaying is a social activity. Discouraging talking during the game is a mistake. But there's talk and then there's talk. That is to say, sometimes talking can disrupt the game, disrupt the suspension of disbelief or the simulation you're attempting to achieve, or just annoy some players. There are three issues here:

1. **How much off-topic discussion is allowed?** If someone remembers a funny story from work in the middle of the party's negotiation with the gnoll chieftain, is it OK if he blurts it out? For some people, the answer is yes. For others, absolutely not. A related issue is, can the players make side comments that relate to the game but don't affect the game? Some DMs, for example, require players to always speak in character. That can be viewed as a little extreme. On the other hand, if you've got a player who provides commentary or observations throughout the game like he's one of the robots of *Mystery Science Theater 3000*, that can certainly wreck the mood. And who needs a player making fun of all your NPC names, anyway?

   This one varies greatly from group to group, and depends on whether you're gaming just for a few laughs or if you're taking it seriously to one degree or another. Some DMs might quantify things, allowing players a limit of three off-topic comments or instances of side commentary per session. Others might institute an "out of character" jar where anyone who makes an unrelated comment has to toss in a quarter. After a few months, the group can get a pizza.

   One interesting way to deal with this problem—if it is a problem for you—is not to punish or limit the bad behavior, but reward the good behavior. Give extra experience points or other rewards to players who stay focused on the game and "stay in character," more or less. A bonus of 5% to 10% XP for the session isn't unreasonable. If you do this, though, don't keep it a secret. The only way to encourage the good behavior is make everyone aware that there's a reason to be good.

2. **How much can you really say in 6 seconds?** If the PCs are ambushed by umber hulks, and they take 10 minutes to figure out a plan before initiative is rolled, is that OK? On the one hand, you don't want to discourage a group from working together and making strategies. On the other, it's often terribly unrealistic.

   You can argue away some of the unrealism by assuming that the PCs spend a lot of time together, and perhaps over dinner together discuss strategies that they can implement in just such a situation. Since the players (as opposed to the PCs) didn't play through that conversion, they do so now.

   Ultimately, though, you want to develop some kind of table rule for how to handle this. Trying to enforce realtime activities (forcing everyone to say what they're going to say in 6 seconds) gets cumbersome and annoying. In a surprise situation like the one described, telling the players that they've got 1 minute to decide what to do is fairly reasonable. But then you've got to watch the clock and really enforce it. (Don't ever give your players a limitation or ultimatum that you don't follow through on, in any situation.)

3. **The Bossy Player.** The other issue related to table talk is the player who continually tells the other players what their character should do (or worse, tries to tell *you* what the other players' characters do). This is never a good thing, and you should make it clear that at your table, players aren't allowed to do this.

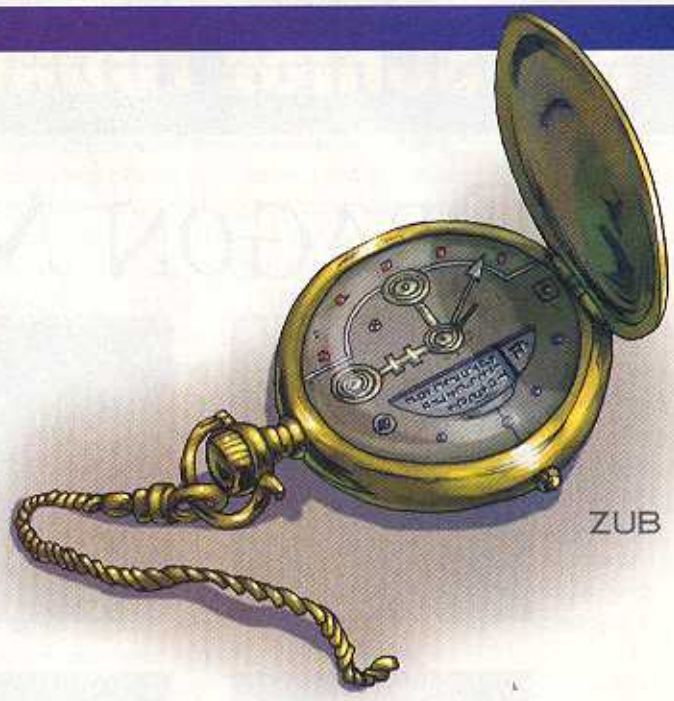
The Slow-to-Decide Player

Sometimes one player can bring the session to a grinding halt by sitting in his chair, on his turn, unable to decide what to do. If you've got one of these players in your group, you may want to institute a time limit table rule for player turns. Something as short as a minute might sound harsh, but really it's not unreasonable and encourages players to think about their next action while the other players take their turns.

MY TABLE RULES

As an example, here's short list of the basic table rules for my campaign:

1. If we're missing one player, we'll play anyway. Unless the story allows for it, we will not play with two or more missing players. PCs not participating in a session get no XP for that session. PCs run by players other than their own, but participating, get half XP. (This isn't meant to punish people who miss a session, but rather to reward those players who do come.)
2. PCs of missing players are run by other players if at all possible, assuming the player is willing.
3. Players aren't allowed to do other things during the session, and are discouraged from getting up from the table except on regular breaks that the whole group takes.
4. No rules discussions are allowed (this one is ignored if the discussion is very, very short). This rule is hard to keep for us, but important. Being game professionals, it's easy to fall into discussions of the merits of various rules and options, but we're playing to have fun, not to work.
5. No DM rulings are questioned during the session. This one has almost never come up. I've got good players.
6. Cocked dice and dice on the floor are rerolled.
7. No books are required, but players aren't allowed to reference any book other than the *Player's Handbook* or *Monte Cook's Arcana Unearthed* during the session without permission.
8. Magic items and important equipment are kept on individual index cards for organizational purposes.
9. Off-topic discussion during the game is discouraged. To help this, players are encouraged to arrive early to talk about the events of the week and whatnot.
10. Players are allowed to converse regarding their PCs and their actions "out of time's flow" with no hard limit. I do this because encouraging teamwork and thinking is more important to me than realism. No player is ever allowed to tell another player what to do, and even advice, *if unasked for*, is discouraged.



FIVE-SECOND NPCS

BY MIKE MEARLS
ILLUSTRATION BY UDON WITH JIM ZUBKAVICH

At some point in every DM's game, the PCs decide to stop and chat with an NPC that you haven't had the chance to detail. This article presents a list of sample NPCs with names and short descriptive notes. They are kept vague so you can apply them to anything from a bandit chieftain to a barkeep. When you need an NPC, simply pick out one of the descriptions and run with it. Permission is granted to photocopy this article for personal use. Keep a copy handy with your regular campaign notes, and never be caught off guard by your players again.

The human NPCs are organized by gender. None of them include descriptions that center on their professions, making them as flexible as possible. Most of the NPCs given here are humans. A few shorter lists cover dwarves, elves, halflings, gnomes, and half-orcs. NPCs of these races have their genders listed with their names.

The descriptions given here tend to focus on creating simple, memorable NPCs who play a minor role in an adventure or who can grow into important characters in your campaign. They tend to focus on a few simple, direct traits.

HUMAN NPCS, FEMALE

1. **Abyda:** Old, bent, absent-minded. Has poor hearing and likes to complain about her health, the weather, anything. If she wasn't miserable, she'd still find something to complain about.
2. **Belice:** Overweight, middle-aged, dedicated sybarite. She always has sweets and other food at hand, and she detests physical labor. Arrogant, lazy, and dismissive. May make lewd advances to charismatic men.
3. **Ceryl:** Tall, thin, with long hair kept in a ponytail. Sarcastic and judgmental, tends to belittle others for the simplest mistake in grammar or pronunciation. Demanding and bitter.
4. **Farran:** Dour, quiet, and taciturn. Slow to trust others, but those who win her friendship can count her as a dedicated friend. Middle-aged, with short, brown hair and a wiry frame.
5. **Heldenne:** Scatterbrained, forgetful, and easily rattled. Her mind constantly wanders, and she has trouble keeping her focus during a conversation. Not stupid, just easily bored.
6. **Pelree:** This young, slender, blonde girl seeks a potential husband. A scheming gold digger, she uses flattery to draw the attention of a sufficiently wealthy mark.
7. **Oona:** A consummate meddler. Offers advice and commentary on every

action the characters make. She tries to burrow into their personal affairs in the belief that others lack the intelligence to look after themselves.

8. **Ree:** Loud, obnoxious, crude. Has warts, stringy hair, and has seen better days. Tends to lash out at those who strike her as dense or timid. A bully.
9. **Telyra:** Intensely curious gossip who presses others with a barrage of questions. Tends to second guess others and loves to be proven right. Conveniently alters predictions and ideas after the fact.
10. **Vendra:** Helpful, outgoing, and optimistic. Feels a duty to take care of others, and is always willing to lend a hand. Tries to believe in the best in others, and can be trusting to a fault.

HUMAN NPCS, MALE

1. **Brolan:** Middle-aged, balding, pragmatic. Willing to deal with anyone, but has little patience for small talk. Tends to cut to the heart of the matter and speaks in short, sharp sentences. Can be too blunt.
2. **Delwin:** Young, energetic, tries to engage the entire group when he talks. Can stretch the truth if it suits the dramatic possibilities of a story, but sometimes allows inconsistencies to creep into his tales.
3. **Folnar:** Pious, devoutly religious, puritanical. Almost everything he discusses somehow ties back to his god's teachings. Judgmental and prone to discriminate against non-believers.
4. **Gornen:** Fat, old, constantly in pain from a variety of ailments. Something of a hypochondriac. Loves to talk about his infirmities for the pity and attention.
5. **Haldred:** Alcoholic, likely drunk when the PCs speak with him. Tends to become surly and bitter when he's been drinking, but can descend into pathetic bouts of self-pity.
6. **Jalek:** Elderly, has a severe phobia against arcane magic. Refuses to speak to any obvious sorcerers or wizards and becomes visibly upset if anyone casts a spell near him for no compelling reason.
7. **Knorl:** Grizzled oldster who has seen almost everything the world has to offer. Tends to harshly judge the young, and always has a story about the old days to apply to the current situation.
8. **Simm:** Quiet, easily intimidated, tends to stammer and stutter when pressed with questions or forced to interact with strangers. Means well, but his nerves tend to get the better of him.
9. **Tellern:** Young, curious, inquisitive, something of a petty thief. Likes to grill others for details of their travels, and can sometimes wear out his welcome. Dreams of becoming an adventurer.
10. **Waldren:** Compulsive gambler who may offer the PCs a wager on something as simple as where a fly may land. Constantly in debt, he might ask for a loan or try to extract extra cash from the PCs through lies or inflated prices.

DWARF NPCS

1. **Astrid (Female):** Young, homesick for her clan's fortress. Compares the local culture to her homeland and finds her current environs lacking.
2. **Gotri (Male):** Grim, pessimistic, given to complaining. Would rather keep quiet than say anything nice or positive.
3. **Kaolyn (Female):** Rude, overly forward, tends to talk when others speak and will shout to overpower them.
4. **Modrog (Male):** Earnest, overly polite, and pleasant. Works to make a good impression, and is eager to learn of the world beyond the mountains.

ELF AND HALF-ELF NPCS

1. **Avarael (Male):** Loud, brash, talkative, and enthusiastic about everything. Has only recently journeyed to the lands of men and is somewhat naïve.
2. **Druanea (Female):** Haughty, arrogant, liable to presume the worst of others or embrace stereotypes.
3. **Laela (Female):** Old for an elf. Lets others talk and reveal their personalities before saying anything. Prefers to make her point in as few words as possible.
4. **Tharvan (Male):** Lighthearted, loves to joke and make puns, sees the world as one long party. Can sometimes accidentally insult others with his jokes.

GNOME NPCS

1. **Brocho (Male):** Always sick, with a persistent cough and runny nose. Likes to talk about the variety of home cures he has on hand.
2. **Surdella (Female):** Elderly, tends to mother those she meets. Treats tall folk with a gentle condescension as she considers them too big and clumsy to keep out of trouble.
3. **Turton (Male):** Loves to string together words that start with the same letter when speaking. A bibliophile who draws on obscure facts and has a natural liking for wizards and other scholars.
4. **Waywocket (Female):** Alert, pays attention to details, photographic memory. Always remembers those she has met before and draws on her experiences when speaking.

HALF-ORC NPCS

1. **Agalar (Female):** Vicious, moody, temperamental, and prone to berate others for the simplest infraction. Bitter and angry at her past treatment by others, she frequently lashes out preemptively.
2. **Keera (Female):** Shy, thoughtful, and passive. Carefully considers her words, as she is terrified of making a poor impression.
3. **Krog (Male):** Surly, sullen, and rude. Believes the worst of others, and suspects they hate him for his heritage. Curt, foulmouthed, and angry, but friendly toward other half-orcs.
4. **Tarthrax (Male):** Prefers to avoid talking, relying on grunts and gestures, as he suffers from a severe stutter. Smart and observant, but most assume he is a dimwitted mute.

HALFLING NPCS

1. **Belle (Female):** Sunny, always smiling, young, an unflappable optimist. Makes a point of complimenting others and finding something positive to say.
2. **Elgin (Male):** One-time farmhand and trapper, has a folksy, rustic manner. Comes across as a bit of a hick or simpleton.
3. **Lerra (Female):** Superstitious, refers to her beliefs in conversation and is always on the lookout for omens of good or bad luck. Sulks if PCs mock her beliefs.
4. **Zeldred (Male):** Suffers from an inferiority complex, angry, aggressive, cannot bear any insults (no matter how slight) without flying into a rage.

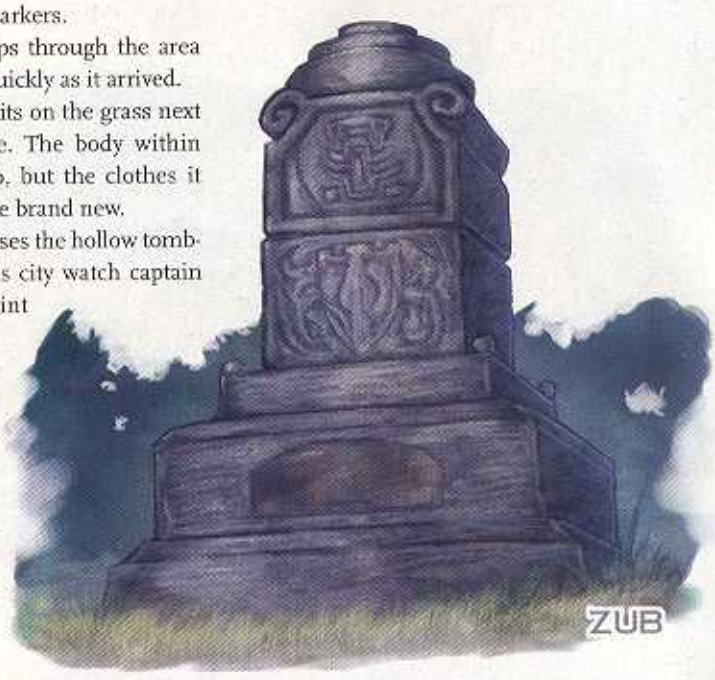
GRAVEYARD ENCOUNTERS

BY DAWN IBACH
ILLUSTRATION BY UDON WITH JIM ZUBKAVICH

Whether within or without the city's walls, the local graveyard offers plenty of opportunities for cunning Dungeon Masters. Filled with unusual sounds, cloying mists, and as many adventure hooks as it has headstones, graveyards provide the perfect opportunity to introduce a wide variety of subplots into your campaign. The next time your adventurers set off to wander through the cemetery, roll d% and consult the ideas below or choose your favorites to create a more evocative graveyard scene.

01 A pair of lovers beats a hasty retreat.
02 The PCs disturb a lowly adept collecting grave dirt for some unknown incantation.
03 Several large rats scurry by.
04 The groundskeeper tries to chase the group away.
05 A small group of teenagers huddle in a circle around a forlorn mausoleum, chanting an Infernal verse purchased from a now-absent merchant of mysteries and poultices.
06 A bodyguard watches over the grave of a recently deceased noble.
07 Several tombstones have been knocked over.
08 Several tombstones have been broken and repaired.
09 A lone crow watches from atop a statue.
10 A statue seems to move and blink.
11 The PCs trigger a *magic mouth* that reads an epitaph as they pass by.
12 Soft music seems to be coming from an old, untouched grave.
13 A new grave has been dug, but not yet filled.
14 A recent grave has been disturbed.
15 Someone has placed garlic cloves around this tombstone.
16 A young girl pays her respects to a grave.
17 A young man plants flowers on a fresh grave.
18 An old blind man reads tombstone epitaphs with his hands, desperately searching for something from his past.
19 A familiar guards the grave of its former master.
20 An old emaciated dog sleeps on a grave.
21 A circle of empty wine bottles rings a marble gravestone topped with the bust of a satyr.
22 The PCs interrupt a clandestine meeting of thieves.
23 The PCs startle a young woman, who accidentally drops a written message before running off.
24 An old woman wails over a grave and beats the dirt with her hands.
25 Someone has tossed a pair of dice on this grave; they are partially buried but show snake eyes.
26 An ancient gravestone peeks from the massive, knotty roots of a gnarled tree. Delicate chimes hang from the tree's largest branch.
27 A statue of a crow animates as the PCs pass by, squawking awkwardly and taking flight.
28 A friendly black cat peeks out from behind a nearby gravestone, desperately seeking attention.
29 A lone dog sniffs around a tombstone bearing the epitaph of a famous hunter.
30 An angelic statue atop a small mausoleum changes its position every hour.
31 A prominent life-sized statue near the center of the graveyard is actually a petrified NPC important to your campaign's backstory.
32 An artist paints a landscape of the graveyard in the moonlight.
33 Someone has tossed a freshly killed rat on an old grave.
34 The name and epitaph has been scratched off a knocked-over tombstone.
35 An older man sleepwalks through the graveyard, an unlit candle in hand.
36 A child has fallen asleep behind some brush while playing hide and seek.
37 A shovel sits next to a 3-foot pit before a new headstone, apparently abandoned in haste. But is the grave half empty or half full?
38 A multitude of colorful flowers and healthy grass bursts from the site of this grave, in stark contrast to the sickly growth upon nearby plots.
39 The door to an old mausoleum stands ajar, a broken lock at its foot.
40 The PCs pass an in-progress funeral featuring a priest, an unusual bent figure under a tattered robe, and dozens of wailing paid mourners. Instead of a name or epitaph, the marker bears an unusual arcane sigil.
41 The PCs interrupt a group of young children playing hide and seek. One of them has been hiding for more than two hours, and the youths have no idea where he is.
42 A large headstone topples noisily as the PCs walk by.
43 The PCs hear the voices of two or three men arguing followed by an abrupt silence; they can turn up no sign of them no matter how hard they look.
44 The PCs disturb a nest of skunks.
45 Many dried bouquets of flowers lie upon a nearby grave.
46 An owl swoops down and takes off with a snake gripped in its talons.

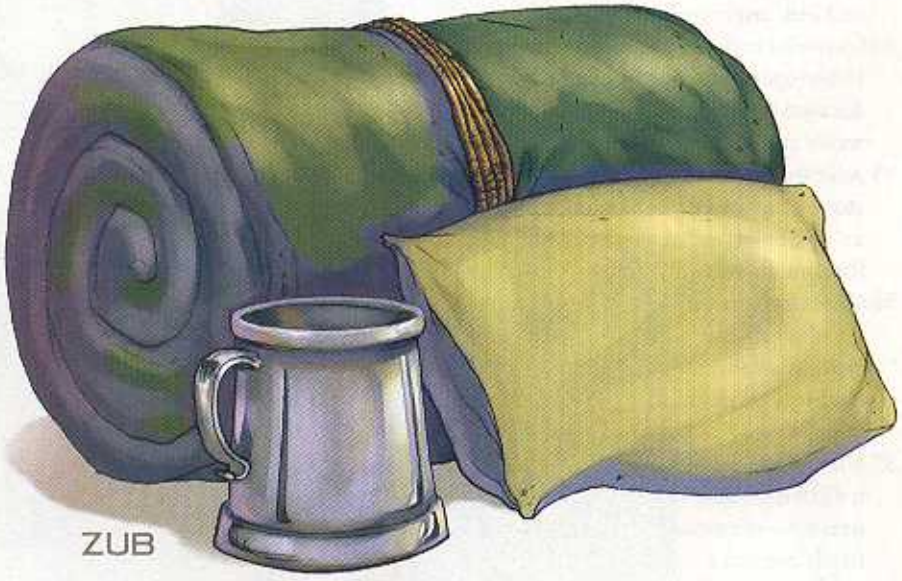
47 Moths flutter around the PCs' light source.
48 The PCs come across the handiwork of a prankster using cantrips to mimic ghosts.
49 An everburning torch sits in a sconce on the tombstone of a prominent local cleric.
50 A partially decayed arm lies next to a fresh grave. The arm bears a bracelet purchased a week ago from a well-known local merchant.
51 High overhead, bats dart to catch insects.
52 An unconscious teen has been tied to a gravestone with rough rope.
53 In a dark corner of the graveyard, a creepy mausoleum has been bricked up and covered with holy symbols of the god of retribution.
54 A headstone has fallen from the face of a 3-foot-high stone cairn, revealing the holy symbol of Erythnul.
55 A rectangular patch of dead, brown grass roughly the size of a grave appears between two headstones; it has no marker of its own.
56 All of the cemetery's graves have been disturbed.
57 The party's light source seems to dim near a prominent grave.
58 A huge shell is the marker for the grave of an ocean explorer.
59 A ring of salt encircles a grave with an epitaph written in a foreign tongue.
60 A dark-colored rabbit atop a nearby gravestone stares unnaturally at the group; it's made of carved wood and has glass eyes.
61 The statue of an angelic figure is missing its head.
62 A young runaway sleeps under some brush.
63 An older woman engages in a frenzied dance over a grave, but refuses to speak about it when finished.
64 The area around a black stone grave is colder than anywhere else in the cemetery.
65 Hundreds of croaking frogs and toads completely cover a grave and marker.
66 An open grave yawns beneath a massive headstone bearing the name of a randomly determined PC.
67 A delicately carved gravestone smells of jasmine, but no flowers are visible.
68 Some young thrill seekers have followed the group into the graveyard, eager to see adventurers take on the local undead.
69 A wooden broom stands propped up against a gravestone.
70 A gravedigger works late into the night, digging up a new grave.
71 A gravedigger has found a mysterious body already buried in this spot and refuses to inter a recently dead corpse.
72 Maggots can be seen crawling to the surface of a nearby grave.
73 Gnats hang like a cloud over a nearby grave.
74 A broken holy symbol lies next to a nearby grave.
75 A shadowy group of five to ten hooded cultists rendezvous nightly within the columned mausoleum of a prominent city official.
76 Someone has built a bonfire at the gate to the graveyard.
77 A mature woman sings an ancient dirge while cleaning off the tombstones and statues.
78 A chilling scream can be heard from the center of the graveyard, but the PCs can discover no sign of the cause.
79 Someone has posted a scarecrow inside the cemetery. It sways in the cool breeze.
80 Sharp pointed sticks edge a crudely dug grave.
81 A seductive woman appears out of the shadows, smiling invitingly.
82 Dead leaves make an eerie scratching sound as they blow across the back of the stone grave markers.
83 A chill wind whips through the area and dies just as quickly as it arrived.
84 A battered coffin sits on the grass next to an open grave. The body within decayed long ago, but the clothes it wears appear to be brand new.
85 A local criminal uses the hollow tombstone of a famous city watch captain as a drop-off point for contraband.
86 Blue moss grows on most of the grave markers; the moss glows at night.
87 Nightshade and belladonna grow profusely around a marker bearing lupine motifs.
88 Daisies have been planted lovingly around a nearby grave, but they've recently been stomped into the dirt.
89 The twisting bark of a gnarled tree growing from grave dirt appears to bear the tortured faces of several humans.
90 The party's light source casts shadows onto the ground which form into dancers whose brief gyre lasts only a few seconds before the shadows are normal again.
91 Normal animals of the forest cluster outside the cemetery to watch the group, completely ignoring the other animals around them.
92 When moonlight touches the gravestones a puff of mist rises from each and disappears overhead.
93 The spirit of a dog howls at the gate three times at midnight and disappears until the next night.
94 The spirits here are tormented and cry out or moan periodically.
95 A spirit wants to talk to the group, but can't make any sound.
96 The spirit of an elven man sings to the dead, but disappears when approached.
97 A spirit guides the group to a grave where a young necromancer is dissecting the occupant.
98 One spirit here seems to be tormenting the others.
99 A massive grave takes up the area of six regular-sized plots.
00 A spiritual choir sings for an hour beginning at midnight.



A BRIEF RESPITE

BY RODNEY THOMPSON
ILLUSTRATION BY UDON WITH JIM ZUBKAVICH

When adventuring parties delve deep into peril-ridden dungeons, they frequently suffer heavy damage or even significant losses. Dungeon Masters face a challenge every time they put together a new dungeon for their party: how to make the dungeon seem dangerous while at the same time giving your party the chance to survive its challenges intact. The solution is not necessarily to reduce the difficulty of the challenges or tone down the monsters they fight, but rather to give them a chance to step back and catch their breath, expend a few healing spells, and prepare for the next challenge.



One of the best ways to give a party a chance to rest is to provide them with a safe locale in which to do so. The solution is the creation of a safe room, or sanctuary, within a dungeon that can be used as a temporary base of operations and regrouping point throughout the adventure. These sanctuaries come in many forms, from an abandoned barracks to a holy shrine, and allow the DM to grant the party a moment's rest without making it seem like he is going easy on them.

PLACING YOUR SANCTUARY

The first step in designing an appropriate sanctuary is figuring out exactly where the sanctuary goes within the dungeon. Many pre-designed dungeons from published adventures have at least one or two rooms that serve no higher purpose than to throw yet another challenge at the party. Most DMs should have little

trouble converting such rooms into sanctuaries, especially since it means that they need not change the overall layout of the dungeon. When doing so, be sure to note whether or not there are elements to the room being replaced that come into play elsewhere in the adventure. If the adventure relies on the characters getting a key to an iron gate from the room being replaced, that key must be moved to another room or placed within the sanctuary. If no room suitable for replacement exists, the DM may choose to simply add a room to the dungeon map, in which case he must make sure to place it in a logical location. After all, it doesn't make much sense to have the shrine placed between sleeping quarters and an armory, or to have an infirmary at the bottom of a mineshaft.

Dungeon designers should take care to select an appropriate theme for the sanctuary. The above examples of barracks, shrines, and infirmaries are all good choices that fit into many dungeons. Additionally, the design should take into account the needs of the party; a party without a healer might need a room full of bandages and healing salves, while a group whose weapons have been eaten away by slimes might need an armory instead. Based on the nature of the dungeon, the DM should consider what the party needs, the dungeon's overall theme, and what challenges are in the immediate area.

SANCTUARY DESIGN

When designing the sanctuary itself, the DM should keep in mind several factors that can help make the sanctuary an effective place to rest. The first consideration is how long the party will stay in the sanctuary at one time. If the adventure is short and the dungeon only contains a few levels, the room can be small and only slightly off of the main path through the dungeon, since the party's stay will likely be only for a few minutes or hours. If, instead, the journey through the dungeon could take many days or weeks, the sanctuary should be able to accommodate the party for a longer period of time. Such a long-term sanctuary should have a place for the characters to sleep, perhaps provide food and fresh water, and should be far enough away from the more heavily populated portions of the dungeon that it makes sense that the party could go undisturbed.

Sanctuaries should be easily defensible, in case a wandering band of enemies should come upon their hiding place. Sturdy wooden or iron doors are quite effective at keeping dungeon denizens out, and a metal portcullis can protect the door from being bashed down by creative enemies. Good sanctuaries have only one entrance and exit, usually no more than 5 feet wide; this prevents the party from being flanked should enemies enter the room, and creates a bottleneck that prevents large quantities of opponents from entering the sanctuary at once. Additionally, as bodies begin to pile up at this entrance, the DM may call for Balance checks (starting at DC 12, and adding +3 to the DC for each subsequent body in the doorway) to move through the entrance without tripping on a fallen corpse. Although it may be necessary to flush the party from the sanctuary, in doing so the DM should not negate the purpose of the sanctuary by grievously injuring the party in the process. Providing ample cover, from pillars, tables, and alcoves, also gives the party the chance to withstand an assault and yet at the same time gives them a sense of urgency that encourages them to move on.

While sanctuaries should not be bland, most sanctuaries will have few secrets, if any. Placing traps inside a sanctuary defeats its purpose, and even hidden passages and secret compartments can give the party the impression that they are not safe. If the purpose of the sanctuary is to give them a chance to rest and avoid many of the dangers of the rest of the dungeon, even pleasant surprises can put the party on edge and keep them from taking advantage of the down time.

ADORNMENTS

Once the sanctuary has been designed, placed, and given a motif, the DM should be sure to place some adornments within the sanctuary in order to make the room stand out from the rest of the dungeon in the player's mind. There are many different ways this can be accomplished, some very general and some specific.

AESTHETIC ADORNMENTS

Aesthetic adornments are the easiest to place in a sanctuary because they frequently don't have any mechanical repercussions on gameplay. These visual adornments should simply serve to make the sanctuary more accommodating to the party. These can include torches so the wizard can read his spellbook, beds for rest and tending to wounds, and clean water for drinking and cleaning wounds. Additionally, these adornments should help make the room stand out from the rest of the dungeon; if the dungeon is an old, run-down dwarven mine, perhaps the sanctuary is decorated with lavish furnishings that belonged to the mine's overseer.

BLENDING DOORS

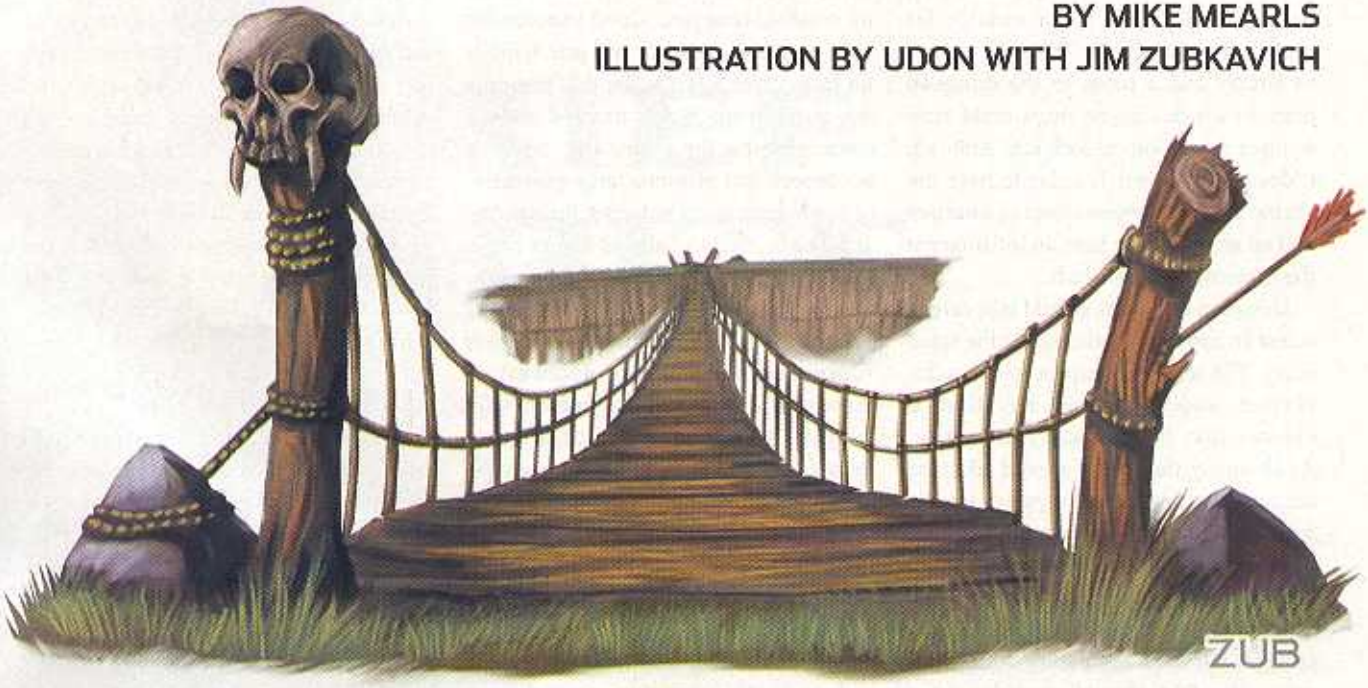
One easy way to give the players a safe (and logical) place to rest is to conceal the entrance to the sanctuary with a blending door. A blending door is an entrance that is concealed not by magic but rather by simple design; they require a Search check (DC 20) or a Spot check (DC 25) to locate and blend in by looking like their surroundings.

HEALING FOUNTAIN

The healing fountain is especially useful when a party of adventurers doesn't have a magical healer. This fountain appears as any other fountain would, but drinking from it is the same as drinking a *potion of cure light wounds*. Dungeon Masters may wish to improve the potency of the fountain depending on the seriousness of the party's injuries and the danger presented by challenges later in the adventure.

BRIDGING THE GAP

BY MIKE MEARLS
ILLUSTRATION BY UDON WITH JIM ZUBKAVICH



This installment of the Campaign Workbook presents five unique bridges with unusual properties that will make them memorable encounters in your campaign. They can serve to span rivers, Underdark chasms, swamps, and other daunting barriers. Each bridge description includes an assigned challenge rating. Award the characters XP for the bridge if they manage to cross it. If the PCs must fight opponents on the bridge, include the bridge's CR with the opponents' ratings when determining the battle's EL.

When running a battle on a bridge, keep in mind the distance that a character may fall off of the structure. Use the traps listed on pages 70 to 74 of the *Dungeon Master's Guide*, in particular the pit traps, to determine falling damage appropriate to the party's level. A bull rush attack becomes devastating on a bridge, as a single strike can send a PC or monster over the edge and out of the battle. Flying monsters are also more dangerous than normal, as the PCs have far less room to maneuver. Bridges also create bottlenecks that force the characters and monsters to follow a strictly defined path. On a bridge, the party might have no other option than to go through a waiting hydra or troll.

Bridge of Bones (CR 2): This ghastly structure consists of thousands of bones strung together with cured sinew and rope. Arm and leg bones, along with ribs and spines, serve as the bridge's planks, while skulls serve to decorate its railings. The bone bridge has a dim consciousness spawned by the necromantic spells used to construct it. When any good-aligned, living creature (anything other than an undead or construct) steps upon it, the bridge senses the creature's presence and works to defeat it.

If such a creature begins its turn on or adjacent to the bridge, the bony span lashes out with its limbs, attacking each traveler once per round with a +3 attack bonus and inflicting 1d4 points of damage per hit.

In some evil realms, these bridges surround cities and towns to ensure that peasants and slaves cannot easily escape their masters' clutches. In any area dominated by undead or spellcasters who use them as servants, a bridge of bones might be used to secure a main road or an important route.

Damaged Bridge (CR 1): Over time, bad weather, marauding beasts, and other threats can turn the stoutest bridge into a teetering deathtrap. This bridge has sustained damage that makes it dangerous to use. A heavily laden character risks falling through a weak spot on the bridge or even causing its collapse. A Knowledge (engineering) check (DC 15) reveals that the bridge is in poor shape and can identify these weak areas.

Characters or monsters weighing more than 100 lbs (including gear) who cross

the bridge must make a Reflex save (DC 20). On a failed save, the DM may pick a spot on the bridge where the unlucky character walked as the point where he or she fell through. That square (or squares for Large or bigger creatures) is now a hole in the structure. Creatures that weigh less than 100 lbs can cross safely. If a creature succeeds at this save, describe how the bridge creaks and shudders. Perhaps a few wooden beams splinter but manage to hold together.

If several creatures stand on the bridge, there is a chance the entire structure collapses. At the end of a round, there is a 5% chance per creature weighing 100 lbs or greater that the bridge falls to pieces. If the bridge falls, it takes one round for it to collapse. Each person on the bridge must make a Balance check (DC 10) at the start of his action or fall prone as the structure shifts and cracks. A creature may still fall through as normal on this round. At the end of the round, the bridge falls apart and drops anything on it into the river, chasm, or other obstacle it spans.

Collapsing bridges fit into ancient ruins, regions besieged by orcs and other marauders, and other areas that have slid into chaos.

The Mist Bridge (CR 2): While few adventurers willingly use this bridge, sometimes it is all that stands between a party and the end of its quest. This simple, stone bridge is a little more than 3 feet wide. Sculpted with the aid of earth elementals, it bends and weaves on a perilous course. Even worse, an air elemental bound to the bridge creates a soupy, impenetrable mist around it.

Anyone attempting to cross the bridge must make a DC 10 Spot check each round to keep track of how it winds through the misty cloud. Characters who fail this check may move at only half their normal speed, as they must carefully watch the bridge's turns and slopes. The entire area is under the effect of *obscuring mist* (CL 1), making combat difficult.

Dwarves and gnomes favor this bridge as a defensive fortification. It forces even small warbands to slow to a snail's pace, giving defenders time to prepare for an attack.

Rope Bridge (CR 1): This simple, narrow bridge consists of several long vines or ropes that stretch over an obstacle. Crossing this bridge is no easy task, as the ropes have an unnerving tendency to sway and shake under the slightest pressure. They usually serve as temporary measures or in areas where hauling in the materials and laborers needed to build a true bridge proves impossible.

Characters on a rope bridge can use a standard action to gain their balance. In this case, you use you move action as normal. If you use a move action to balance yourself, you must make a DC 10 Balance check to act as normal. If you fail this check, you lose your standard action as the rope bridge shakes and sways. If you take neither a standard or move action to steady yourself, you must make a DC 20 Balance check or you lose your action for the round. You must make this check before taking any actions. A creature with stable footing, such as one with four legs, gains a +4 bonus on these checks.

You can destroy a rope bridge by severing two of the lines that keep it in place. Cutting one line causes a +5 modifier to the DC of all Balance checks made on the bridge.

In most cases, a rope bridge is too small to allow a creature above size Medium to cross it. You may assign a maximum weight to the bridge. Any creature above this weight causes it to collapse.

Sunken Bridge (CR 2): A favorite of elves, this bridge is built a foot beneath the level of a river or stream. Anyone who knows where to search for the bridge can find it, but crossing it on foot can prove treacherous.

Finding a sunken bridge requires a DC 15 Spot check, though you can find one automatically by probing the water with a pole or similar item. If you attempt to cross the bridge, you must make a Strength check to resist the current. A weak current is a DC 5 check, a moderate one DC 10, a strong one DC 15, and a powerful one DC 20. On a successful check, you may cross the bridge as normal. On a failed check, the current knocks you off the bridge and into the water. If you cross a sunken bridge on a mount, your horse makes this Strength check. An exceptionally stable creature, such as one with four legs, gains a +4 bonus on this check.

DUNGEON HAS MOVED!

Don't send letters to an empty *Dungeon*. Write to us at our new address:

DUNGEON MAGAZINE
PAIZO PUBLISHING
2700 RICHARDS ROAD,
SUITE 201
BELLEVUE, WA
98005-4200

DOWNER HAD ALMOST MADE IT BACK TO HIS HOUSE NEAR OUBLIETTE'S GRAVEYARD WHEN THE AIRBORNE ULOLOK CLOBBERED HIM. HE AWOKE TO THE DERISION OF A CONFRONTATIONAL GHOST, LOOPS, THE BARD OF THE ADVENTURING PARTY THAT FIRST CROSSED HIS PATH. IT WAS THE UNEXPLAINED TRESPASS OF GARRICK AND THE KORN STONEBONES, HOWEVER, WHICH SCARED OFF THE CEMETERY'S PREDATORS.
THESE EMPTY-HEADED UNDEAD MAKE ME VERY UNCOMFORTABLE.
IT WILL BE WORTH IT.

WHAT ARE THEY DOING?
I CAN'T TELL.

NORMALLY THE DEAD RETURN TO THE DIRT.
IT IS ONLY NEGATIVE ENERGY THAT DRIVES THEM WITH RAVENOUS RAGE.

"PURGE THAT ENERGY--"
HRUGH
HRUGH
"AND WE ARE LEFT WITH WORTHY VESSELS OF MUD, MUCK, AND BONE."
UGH! DISGUSTING!

WE'RE STEALING THE UNDEAD? ALL OF THEM? YOU'RE MAD!
I PROMISED YOU AN ARMY, NOT SECURITY.
WHA!? HOW ARE YOU--
THE BIG METAL SKULL IS A GHOST-TOUCH EPAULET--
--IT'S GREAT FOR PUNCHING DEAD BARDS IN THE MOUTH, SO SHUT UP.
23 DOWNER HAUS
SCCHHING
I'D BE A PRETTY SORRY THIEF IF I COULDN'T BREAK INTO MY OWN HOUSE.
FWIP FWIP FWIP
GAH! GUILDMASTER KALRO?!
I'VE BEEN WAITING. I ASSUME YOU'RE STILL FOR HIRE DURING THIS MESS?
TO BE CONTINUED

First Level Sucks

Dear Santa Claus,

Please bring me some new d20s this year. I'm at level one, and I need all the help I can get.

Wishing for a Festivus Miracle,
Wil

Since my gaming group only meets every two weeks, our characters aren't exactly racing toward prestige classes. In fact, after a couple of months, we're still at 1st level, so we're worthless and weak, and always a few unlucky throws of the dice away from Death. Now, we all know that Death in D&D is about as scary—and permanent—as it is in *Star Trek* (when people ask me if I'm ever going to return to *Star Trek*, I often joke that I wish they'd killed my character off, to guarantee his eventual return), but in our game there is no *resurrection*, at all, ever, no matter how much we beg the DM. It's like playing *Diablo II* on the Hardcore setting; we do a lot of Sir Robinesque running away.

When I'm not playing RPGs or CCGs, or other games that can't be described in three letters, I play a lot of poker. One of the keys to winning at the poker table is wisely choosing which cards to play, which means that good, solid, winning players fold a lot of hands and do a lot of sitting around. Normally, I'm a good, solid, winning player, but occasionally I get impatient and do some really stupid things—like convincing myself that my suited A-2 may just be worth playing from early position. *"I can make the nut flush, or backdoor into the wheel! Yeah!"*

This brilliant line of reasoning usually results in me watching my money drain away into some other guy's stack. I bring this up because playing a worthless and weak 1st-level character who runs away a lot can also get boring, and occasionally I convince myself to do some really stupid things. *"Hey, all I need to do is make all my saves, and get at least one crit to take this guy down! I'll totally be a hero! Yeah!"* This brilliant line of reasoning usually results in me erasing hit points from my character sheet.

My party had just encountered a bunch of animated objects: a coat rack, an angry book, and some other things straight out of *Ghostbusters*, and our collective asses enjoyed a fairly solid kicking. With the help of our NPC healer, we survived long enough to splinter the coat rack, and sent the killer book back to its infernal publisher.

At this point, a patient party would have probably retreated to heal up. But not us! Though we were severely beaten and battered, we decided to explore the room just a little bit longer... and soon found ourselves locked in battle with an animated statue. Some trial and error revealed that the statue would only attack what it could *see*, so we looked around for something to cover its eyes. Eventually, we spotted a rolled up tapestry against a far wall.

"What would you like to do?" the DM asked me.

"Hey, all I need to do is make all my saves, and get at least one crit to take this guy down! I'll totally be a hero! Yeah!"

"Rhugat leaps into action," I said, as visions of heroic celebration swam in my head, "over the rail, and runs toward that tapestry."

"Okay," he said. "You leap over the rail. Make a Tumble check..."

"What are you doing?!" My friend Shane cried.

"I'm being a hero," I said, as I rolled... a seven.

"Take one point of damage," the DM said.

I cursed, and adjusted my character sheet.

"As you stand up, the tapestry springs to life and attacks. Make a grapple check."

I grabbed a new d20 from my dice bag, and rolled... a five.

"Lousy dice!"

"The tapestry wraps itself around you," the DM said.

"A little help?" I said to the group.

"Okay," Nick said, "I'll jump down and attack the tapestry."

A few successful rolls later, Nick's character was wailing away at the tapestry—with my character inside. The metagamer in me wanted to tell him to stop, but I knew that I was wrapped up in a tapestry and couldn't talk, so I sat there and let him pound away.

"The tapestry lets you go," the DM told me, "but Braegan's sword managed to hit you for two more points."

"Thanks," I said to Nick.

"Sorry about that," he said.

"Well, I'd rather die in a valiant rescue attempt, than at the... uh, hands... of a tapestry!"

"The tapestry... uh... well, it can't exactly 'look,' but if it was able to, it would be looking at Rhugat," the DM said.

"RUN AWAY!" I shouted.

Two rounds later, I was unconscious, and the deadly tapestry loomed over me.

Isn't 1st level fun?